

Joseph L. Maher III
Certified Public Accountant
1700 South Dixie Hwy, Suite 3-B
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PO0000067572

June 3, 2000

Florida Department of State
Division of Corporations
New Filing Section
P.O. Box 6327
Tallahassee, Florida 32314

100003305671--3
-06/27/00--01018--005
*****78.75 *****78.75

RE: Two Bad Backs, Corporation

Dear Sir:

I have enclosed for processing the Articles of Incorporation of Two Bad Backs Corporation and a check for seventy-eight (\$ 78.75) to cover the filing fees.

Also enclosed is the Certificate of Registered Agent. If everything is in order, please send approvals, certified copy, and copy of the law on corporations to me at the address shown above.

Sincerely

Joseph L. Maher III, CPA
Joseph L. Maher III, CPA

FILED
JUL 14 PM 2:47
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

T. SMITH JUL 14 2000

W-16646



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

June 29, 2000

JOSEPH L. MAHER, III
1700 S DIXIE HWY, STE 3-B
BOCA RATON, FL 33432

SUBJECT: TWO BAD BACKS CORPORATION
Ref. Number: W00000016646

We have received your document for TWO BAD BACKS CORPORATION and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The person designated as registered agent in the document and the person signing as registered agent must be the same.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6927.

Tracy Smith
Document Specialist

Letter Number: 500A00036799

ARTICLES OF INCORPORATION

I, the undersigned, a natural person competent to contract, do hereby make, subscribe, and file these articles of Incorporation for the purpose of organizing a corporation under the laws of the State of Florida.

ARTICLE I - NAME

The name of this corporation is:

TWO BAD BACKS CORPORATION

ARTICLE II - PRINCIPAL OFFICE

The mailing address of this corporation shall be:

662 WIMBROW DR.
SEBASTIAN, FL 32958

ARTICLE III - PURPOSE

This corporation may engage in any activity of business permitted under the laws of the United States and under the laws of the State of Florida.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 1000 shares of \$1.00 par value common stock which shall be designated as "Common Shares".

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

This Corporation's Initial Registered Agent and Registered Office in the State of Florida shall be:

GÉRALD LEONARDO
662 WIMBROW DR
SEBASTIAN, FL 32958

ARTICLE VI - INITIAL BOARD OF DIRECTORS

The number of Directors may be altered from time to time by the By-laws adopted by the Stockholders. However, the Corporation shall have no less than one (1) director at any time.

ARTICLE VII - INITIAL DIRECTORS

The name and address of the initial Director is:

GERALD LEONARDO
662 WIMBROW DR
SEBASTIAN, FL 32958

ARTICLE VIII - INCORPORATOR

The name and address of the Incorporator signing these Articles is:

Jay Maher III, CPA
1700 S. Dixie Hwy. Suite 3-B
Boca Raton, FL 33432

ARTICLE IX - PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation shall have the right to purchase his prorata share thereof (as nearly as may be done without issuance of fractional shares) at the price, which it is offered to others.

ARTICLE X - IDEMNIFICATION

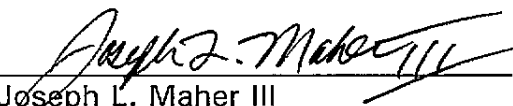
The corporation shall indemnify any officer or Director, or any former Officer or Director, to the full extent permitted by law.

ARTICLE XI - AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

FILED
00 JUL 14 PM 2:47
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

THE UNDERSIGNED Incorporator, for the purpose of forming a Corporation to do business within the State of Florida, does hereby make and file these Articles of Incorporation, hereby declaring and certifying that the facts stated herein are true.



Joseph L. Maher III
Subscriber

STATE OF FLORIDA
COUNTY OF PALM BEACH

Before me, a Notary Public, authorized to take acknowledgements in the State and County se forth above, personally appeared JOSEPH L. MAHER III known to me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before that he executed these Articles of Incorporation.

IN WITNESS WHEREOF, I have set my hand and affixed my official seal, in the State and County aforesaid this 8th day of June 2000.



NOTARY PUBLIC



Adriana Guardia
Commission # CC 928917
Expires April 17, 2004
Bonded Thru
Atlantic Bonding Co., Inc.

DEPARTMENT OF STATE

Certificate Designating Place of Business or Domicile for the Service of Process
Within This State Naming Agent Upon Whom Process May be Served and
Names and Addresses of the Officers and Directors.

* * * * *

The following is submitted in compliance with Chapter 49.091, Florida Statutes:

a corporation organized (or organizing) under the laws of the State of Florida
with its principal office 662 Wimbrow Drive in the city of Sebastian, County of
Indian River, State of Florida, as its agent to accept Service of Process within
the State of Florida.

Dated: June 8, 2000

OFFICER:

✓ Gerald Leonardo
Gerald Leonardo
President

ACCEPTANCE: _____

I agree as Registered Agent to accept Service of Process; to keep open during
prescribed hours; to post my name (and any other officers of said corporation
authorized to accept Service of Process at the above Florida designated
address) in some conspicuous place in the office as required by law.

FILING FEE: \$ 78.50

FILED
00 JUL 14 PM 2:47
SECRETARY OF STATE
TALLAHASSEE, FLORIDA