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Florida Department of State

Division of Corporations

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To:

Division of Corporations

Fax Number : (850) 922-4001

From:

Account Name : EMPIRE CORPORATE KIT COMPANY

Account Number : 072450003255

Phone : (305) 541-3694

Fax Number : (305) 541-3770

FLORIDA PROFIT CORPORATION OR P.A.

WORLD WIDE NET TV, INC.

Certificate of Status	0
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ARTICLES OF INCORPORATION

OF

WORLD WIDE NET TV, INC.

THE UNDERSIGNED, has executed the following document as incorporator of the above named corporation, a corporation organized under the laws of the State of Florida, and all rights duties and obligations of the undersigned as incorporator, and those of the corporation, are to be determined in accordance with the laws of the State of Florida.

ARTICLE I

The name of this corporation shall be: **WORLD WIDE NET TV, INC.** The corporation's principal address is: 930 Washington Avenue Suite 205a, Miami Beach Florida 33139

ARTICLE II

This corporation shall commence existence upon the filing of these Articles of Incorporation by the Department of State, State of Florida, and shall have perpetual existence.

ARTICLE III

The general nature of the business and objects and purposes proposed to be transacted and carried on by this corporation are to do any and all of the things herein mentioned, as fully and to the same extent as natural persons might do, viz:

- (1) Transact any and all lawful business.
- (2) Said corporation shall further have powers:

To have perpetual succession by its corporate name;

To sue and be sued, complain, and defend in its corporate name in all actions or proceedings;

To have a corporate seal; which may be altered at pleasure, and to use the same by causing it, or a facsimile thereof, to be impressed, affixed, or in any other manner reproduced;

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PREPARED BY: Eitan Dagan 930 Washington Avenue, Suite 205A, Miami Beach, Florida 33139
Name Address

84786
Fl. Bar Number

(305) 672-4557
Telephone

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To transact any and all lawful business which the board of directors shall find will be in aid of governmental policy;

To pay pensions and establish pension plans, profit sharing plans, stock bonus plans, stock option plans and other incentive plans for any or all of its directors, officers, and employees and for any or all of the directors, officers, and employees of its subsidiaries;

To be a promoter, incorporator, partner, member, associate, manager of any corporation, partnership, joint venture, trust, or other enterprises;

To have and exercise all powers necessary or convenient to effect its purposes;

To indemnify any person who by reason of the fact that he is or was a director, officer, employee or agent of the corporation to the full extent as permitted by Florida Statute § 607.014;

ARTICLE V

The aggregate number of shares which this corporation shall have authority to issue is the total sum of 3,000 shares, having a par value \$1.00 .

Unless otherwise stated in these articles, or in an amendment to these articles, there shall be only one(1) class of stock of this corporation.

Shares of Stock in this Corporation shall not be transferred or sold until the sale or transfer has been reported to and approved by the board of directors.

ARTICLE VI

The name and street address of the initial Registered Agent of this corporation shall be:

EITAN DAGAN, ESQUIRE
930 Washington Avenue
Suite 205A
Miami Beach, Florida 33139
Tel:(305) 672-4557
Fax:(305) 534-8813

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ARTICLE VII

The initial board of Directors shall consist of a total of four persons and the name and address of the person who are to serve as initial directors is:

Jennifer Rogen	930 Washington Avenue Suite 205a Miami Beach Fl. 33139
Lynda Goldman	930 Washington Avenue Suite 205a Miami Beach Fl. 33139
Jay Bushinsky	930 Washington Avenue Suite 205a Miami Beach Fl. 33139
Eitan Dagan	930 Washington Avenue Suite 205a Miami Beach Fl. 33139

ARTICLE VIII

The name and address of the incorporator executing these Articles of Incorporation shall be:

Eitan Dagan
930 Washington Avenue
Suite 205a
Miami Beach Florida 33139

The undersigned has executed these Articles of Incorporation this 14th day of

July

, 2000.



Incorporator

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CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

First that WORLD WIDE NET TV, INC.
(Name of Corporation)
desiring to organize under the laws of the State of FLORIDA
with its principal office, as indicated in the articles of incorporation has named Eitan Dagan
(Name of Registered Agent) located at 930 Washington Avenue, Suite 205A.
City of Miami Beach. County of Dade
(City) (County)

State of Florida, as its agent to accept service of process within the state.

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

SIGNATURE: Eitan Dagan

Registered Agent

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