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Florida Department of State
Division of Corporations
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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To:

Division of Corporations
Fax Number : (850) 922-4001

From:

Account Name : FAS-T CORP. AGENTS, INC.
Account Number : 071001002335
Phone : (305) 599-0839
Fax Number : (305) 716-0346

FLORIDA PROFIT CORPORATION OR P.A.

FLOPPY, INC.

Certificate of Status	0
Certified Copy	1
Page Count	04
Estimated Charge	\$78.75

SEP 25 2000

ARTICLES OF INCORPORATION
OF
FLOPPY, INC.

ARTICLE I - NAME

The name of this corporation is FLOPPY, INC.

ARTICLE II - DURATION

This corporation shall have perpetual existence.

ARTICLE III - PURPOSE

The general nature of the business to be transacted by
This Corporation shall be any and all activities permitted under
The laws of the United States and of the State of Florida.

ARTICLE IV - CAPITAL STOCK

This Corporation is authorized to issue 100 shares of
Common stock with no par value.

ARTICLE V - VOTING RIGHTS

Except as otherwise provided by law, the entire voting
Power for the election of directors and for all other purposes
Shall be vested exclusively in the holders of the outstanding
Common Shares.

ARTICLE VI - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new
Stock of this Corporation shall have the right to purchase his
Pro rata share thereof (as nearly as may be done without issuance
Of fractional shares) at the price which it is offered to
Others.

ARTICLE VII - INITIAL REGISTERED OFFICE AND AGENT

The name of the initial registered agent of this
Corporation is Barry Goldin. The street address of the initial

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Registered office of this Corporation is 13342 S.W. 128 Street,
Miami, Florida 33186

ARTICLE VIII - INITIAL BOARD OF DIRECTORS

This Corporation shall have one (1) director initially.
The number of directors may be either increased or decreased
From time to time by the by-laws but shall never be less than one
(1). The names and addresses of the initial directors of this
Corporation are:

Barry Goldin
13342 S.W. 128 Street
Miami, Florida 33186

ARTICLE X - INCORPORATION

The name and address of the person signing these articles is:

Barry Goldin
13342 S.W. 128 Street
Miami, Florida 33186

ARTICLE X - BY-LAWS

The power to adopt, alter, amend or repeal by-laws
Shall be vested in the
Board of Directors and the shareholders.

ARTICLE XI - INITIAL CAPITAL

The amount of capital with which this Corporation shall
Begin business is not less than \$100.00

ARTICLE XII - MANAGEMENT OF CORPORATION BY DIRECTORS

All corporate powers shall be exercised by or under the
Authority of, and the business and affairs of this Corporation
Shall be managed under the direction of, the directors of this
Corporation.

ARTICLE XIII - POWER

This Corporation shall have all the corporate powers
Enumerated in the Florida General Corporation Act.

ARTICLE XIV - DIRECTORS RESIDENCY AND COMPENSATION

Directors of this corporation need not be residents of
The State of Florida. The shareholders of this Corporation shall
Have the exclusive authority to fix the compensation of directors

Of this Corporation.

ARTICLE XV - REMOVAL OF DIRECTORS

The shareholders of this Corporation shall be entitled
To remove any director from office during his term

ARTICLE XVI - LIMITATION ON POWERS OF COMMITTEE

In addition to other limitations imposed by law, no
Committee of directors of this Corporation shall have or exercise
The power of the Board of Directors to authorize any merger or
Dissolution.

ARTICLE XVII - DIRECTOR QUORUM AND VOTING

All of the directors shall constitute a quorum for a
Meeting of directors. If a quorum is present, the affirmative
Vote of all of the directors present, or, if a director or
Directors has or have abstained from voting, of those voting,
Shall by the act of the Board of Directors.

ARTICLE XVIII - MEETINGS BY CONFERENCE TELEPHONE

Members of the Board of Directors may participate in
Meetings of the Board of Directors by means of conference
Telephone.

ARTICLE XIX - INDEMNIFICATION

This Corporation shall indemnify any officer or director,
Or any former officer or director, to the full extent
Permitted by law.

ARTICLE XX - SUB-CHAPTER "S" AND 1244 STOCK

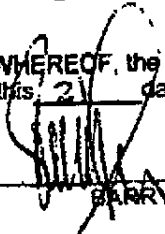
It is the intention of the undersigned incorporation to
Consent to the election under Internal Revenue Code, Section
1372(a) and to be treated as a "Small Business Corporation," and
the plan to issue 1244 Stock in connection therewith shall be set
forth in the By-Laws of this Corporation.

ARTICLE XXI - AMENDMENT

This Corporation reserves the right to amend or repeat
Any provisions contained in these articles of incorporation, or
Any amendment hereto, and any right conferred upon the shareholders
Is subject to this reservation.

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IN WITNESS WHEREOF, the undersigned has executed these
Articles of Incorporation this 21 day of September 2000

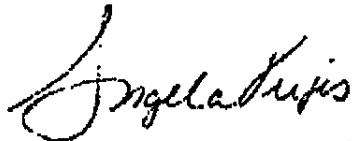


BARRY GOLDIN

STATE OF FLORIDA)
) SS:
COUNTY OF DADE)

BEFORE ME, a notary public authorized to take acknowledgements
in the State and County set forth above, personally
Appeared Barry Goldin, known by me to be the
Person who executed the foregoing Articles of Incorporation, and
Who acknowledged before me that he executed those Articles of
Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and
in the State and County aforesaid, this



NOTARY PUBLIC STATE OF
FLORIDA at large

My Commission expires:



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STATE OF FLORIDA
DEPARTMENT OF STATE

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CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF
PROCESS WITHIN THIS STATE, NAMING OFFICERS, DIRECTORS, AND REGISTERED
AGENT: AND FURNISHING ADDRESSES OF EACH.

The following is submitted, in compliance with Sec. 48.091, F.S.

CORPORATION

FLOPPY, INC.
13342 S.W. 128 Street
Miami, Florida 33186

REGISTERED AGENT AND OFFICE

BARRY GOLDIN
13342 S.W. 128 Street
Miami, Florida 33186

OFFICERS

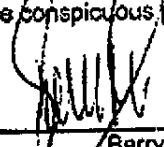
NAME	TITLE	SPECIFIC ADDRESS
Barry Goldin S.W. 128 Street Miami, Florida 33186	President/Secretary	13342 SECRETARY OF STATE TALLAHASSEE, FLORIDA

DIRECTORS

NAME	SPECIFIC ADDRESS
Barry Goldin S.W. 128 Street	13342 Miami, Florida 33186

ACCEPTANCE OF REGISTERED AGENT

I agree as Registered Agent to accept service of
Process; to keep office 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 office as required by law.



Barry Goldin

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