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From:

Account Name : KIPNIS TESCHER LIPPMAN & VALINSKY  
Account Number : 072164000350  
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**FLORIDA PROFIT CORPORATION OR P.A.**

**The American Way, Inc.**

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T. SMITH OCT 31 2000

10/27/2000

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ARTICLES OF INCORPORATION

OF

THE AMERICAN WAY, INC.

The undersigned, a natural person competent to contract, does 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  
CORPORATE NAME

The name of this Corporation shall be: The American Way, Inc.

ARTICLE II  
PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office and mailing address of the Corporation is 2500 Ave au Soleil, Gulf Stream, Florida 33483.

ARTICLE III  
CAPITAL STOCK

The maximum number of shares that this Corporation shall be authorized to issue and have outstanding at any one time shall be 22,000,000 which are to be divided into two classes as follows:

20,000,000 shares of common stock, par value \$.0001 per share; and  
2,000,000 shares of preferred stock, par value \$.0001 per share.

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Prepared By: Kipnis Tescher Lippman & Valinsky  
100 Northeast Third Avenue, Suite 610  
Fort Lauderdale, FL 33301  
(954) 467-1964  
Jay L. Valinsky FL Bar No. 0625109

The preferred stock may be created and issued from time to time in one or more series and with such designations, rights, preferences, conversion rights cumulative, relative, participating, optional or other rights, including voting rights, qualifications, limitations or restrictions thereof as shall be stated and expressed in the resolution or resolutions providing for the creation and issuance of such preferred stock as may be adopted from time to time in the sole discretion by the Corporation's Board of Directors pursuant to the authority in this paragraph given.

In accordance with Section 607.10025(7) of the Florida Business Corporation Act, upon the effectiveness of a combination, as such term in Section 607.10025(1) of such Act, the authorized shares of the classes or series affected by the combination shall not be reduced or otherwise affected by the percentage by which the issued shares of such class or series were reduced as a result of the combination. The maximum number of shares that this Corporation shall be authorized to issue and have outstanding at any one time shall be 22,000,000 shares of common stock, \$.0001 par value per share.

**ARTICLE IV**  
**REGISTERED AGENT AND**  
**INITIAL REGISTERED OFFICE IN FLORIDA**

The Registered Agent and the street address of the initial Registered Office of this Corporation in the State of Florida shall be:

Jay L. Valinsky  
Kipnis Tescher Lippman & Valinsky, P.A.  
100 Northeast Third Avenue, Suite 610  
Fort Lauderdale, FL 33301

ARTICLE V  
INCORPORATOR

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

Jay L. Valinsky  
Kipnis Tescher Lippman & Valinsky, P.A.  
100 Northeast Third Avenue, Suite 610  
Fort Lauderdale, FL 33301

ARTICLE VI  
INDEMNIFICATION

This Corporation shall indemnify any director, officer, employee or agent of the  
Corporation to the fullest extent permitted by Florida law.

ARTICLE VII  
AFFILIATED TRANSACTIONS

This Corporation expressly elects not to be governed by Section 607.0901 of the Florida  
Business Corporation Act, as amended from time to time, relating to affiliated transactions.

ARTICLE VIII  
CONTROL SHARE ACQUISITIONS

This Corporation expressly elects not to be governed by Section 607.0902 of the Florida  
Business Corporation Act, as amended from time to time, relating to control share acquisitions.

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INCORPORATOR:

  
Jay L. Valinsky

THE UNDERSIGNED, named as the registered agent in Article IV of these Articles of Incorporation, hereby accepts the appointment as such registered agent, and acknowledges that he is familiar with, and accepts the obligations imposed upon registered agents under, the Florida Business Corporation Act, including specifically Section 607.0505.

REGISTERED AGENT:

  
Jay L. Valinsky

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