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**Florida Department of State**  
**Division of Corporations**  
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 Katherine Harris, Secretary of State

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

**From:**  
 Account Name : EMPIRE CORPORATE KIT COMPANY  
 Account Number : 072450003255  
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**FLORIDA PROFIT CORPORATION OR P.A.**

**SEE FOREVER, INC.**

Certificate of Status	0
Certified Copy	1
Page Count	05
Estimated Charge	\$78.75

N. Culligan DEC 26 2000

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**ARTICLES OF INCORPORATION  
OF  
SEE FOREVER, INC.**

WE, the undersigned, hereby associated ourselves together for the purpose of becoming a corporation under the laws of the State of Florida, Chapter 607, providing for the formation of a corporation for profit, with the powers, rights, privileges and immunities hereinafter mentioned, and we hereby make, subscribe and acknowledge and file with the Secretary of State these Articles of Incorporation; and to that end we do, by these Articles set forth;

**ARTICLE ONE-NAME**

The name of this corporation is SEE FOREVER, INC.

**ARTICLE TWO-DURATION**

The corporation shall have a perpetual existence.

**ARTICLE THREE-PURPOSE**

The purpose of this corporation is to engage in any activity or business allowed and permitted to be done by corporations under the statutes of the State of Florida. The corporation shall transact and carry on any business hereinafter mentioned, and all other lawful business not herein delineated, as the need arises, as fully and to the same extent as natural persons might or could do.

**ARTICLE FOUR-CAPITAL STOCK**

The maximum number of shares that this Corporation shall be authorized to issue and have outstanding at any one time shall consist of 25,000,000 shares of Capital Stock as follows:

- (a) 20,000,000 shares of common stock, having a par value of \$.001 per share; and

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- (b) 5,000,000 shares shall be designated "blank check" preferred stock to be issued with such rights, designations, preferences and other terms and conditions as may be determined by the Corporation's Board of Directors, from time to time and at any time, in their sole discretion, without any further action by the shareholders of the Corporation.

The Board of Director(s) of the Corporation may authorize the issuance from time to time of shares of its stock of any class, whether now or hereafter authorized, or securities convertible into shares of its stock of any class, whether now or hereafter authorized, for such consideration as the Board of Director(s) may deem advisable, subject to such restrictions or limitations, if any, as may be set forth in the bylaws of the Corporation.

The Board of Director(s) of the Corporation may, by Restated Articles of Incorporation, classify or reclassify any unissued stock from time to time by setting or changing the preferences, conversions or other rights, voting powers, restrictions, limitations as to dividends, qualifications, or terms or conditions of redemption of the stock.

#### ARTICLE FIVE- REGISTERED AGENT AND PRINCIPAL OFFICE

The name and street address of the registered agent is Ben Baumgarten at 3002 Portofino Isle, Coconut Creek, Florida 33066. This shall also be the company's principal office, unless otherwise indicated N/A

#### ARTICLE SIX - INITIAL BOARD OF DIRECTORS

The number of directors constituting the initial Board of Directors shall be no less than one (1) and no more than five (5), unless specifically amended by majority vote of the shareholders of all outstanding stock. The initial directors of the corporation shall be appointed by the incorporator

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no later than thirty (30) days from the date of incorporation.

#### ARTICLE SEVEN - INCORPORATORS

The name and address of each incorporator is as follows:

Morton Baumgarten

80 Townsend Drive  
Middletown, New Jersey 07748

#### ARTICLE EIGHT - INITIAL OFFICERS & DIRECTORS

That the initial officers and directors of the corporation are as follows:

Morton Baumgarten

President/Secretary/Treasurer/Director

#### ARTICLE NINE - AMENDMENTS

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

#### ARTICLE TEN - AFFILIATED TRANSACTION

The 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 ELEVEN - CONTROL SHARE ACQUISITIONS

The 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 control share acquisitions.

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment

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as registered agent and agree to act in this capacity.

Ben Baumgarten  
Signature/Registered Agent (Ben Baumgarten)

12/16/00  
Date

[Signature]  
Signature/Incorporator (Morton Baumgarten)

12/16/00  
Date

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