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FILED

01 JAN 30 AM 8:51

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

January 26, 2001

Corporate Documents - Filing Section
Florida Department of State
P.O. Box 8327
Tallahassee, FL 32314-8327

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-01/30/01--01064--016
*****78.75 *****78.75

Re: New Filing for Stages Consulting, Inc.

To Whom It May Concern:

Enclosed please find the original, signed Articles of Incorporation and Acceptance of Registered Agent for Stages Consulting, Inc. Also enclosed are this firm's trust account check in the amount of \$78.75 for filing fees and a postage paid, self-addressed return envelope. If additional documentation is required, please contact the undersigned at the telephone number listed above, collect if necessary, or at rewillits@yahoo.com, rather than returning the documents via mail without filing them. Thank you for your assistance.

Very truly yours,


Ryan E. Willits

CB 21

ARTICLES OF INCORPORATION
OF

STAGES CONSULTING, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I

The name of this corporation is Stages Consulting, Inc.

ARTICLE II

This corporation shall have perpetual existence commencing on the date these Articles of Incorporation are filed with the Florida Department of State.

ARTICLE III

This corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE IV

This corporation is authorized to issue 100 shares of \$1.00 par value common stock.

ARTICLE V

The street address of the initial registered office of this corporation is 1323 S.E. 17th Street, No. 635, Ft. Lauderdale, Florida 33309 and the name of the initial registered agent of this corporation is:

Ryan E. Willits, Esq.
Ryan E. Willits, P.A.
2701 W. Oakland Park Blvd.
Suite 230
Fort Lauderdale, Florida 33311

ARTICLE VI

This corporation shall have one (1) director initially. The number of directors may be increased or diminished from time to time, as provided in the By-laws, but shall never be less than one (1). The name and address of the initial director of this corporation is:

Joseph M. Haverty
1000 S.W. 9th Avenue, No. 309
Fort Lauderdale, FL 33301

ARTICLE VII

The initial officers of the corporation shall be:

President: Joseph M. Haverty

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

Joseph M. Haverty
1000 S.W. 9th Avenue, No. 309
Fort Lauderdale, FL 33301

ARTICLE VIII

The power to adopt, alter, amend, or repeal By-laws shall be vested solely in the shareholders.

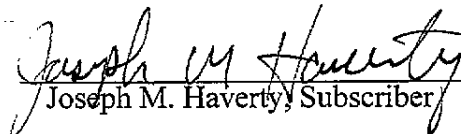
ARTICLE IX

The corporation shall indemnify the officers or directors, or any former officers or directors, to the full extent provided by law.

ARTICLE X

These Articles of Incorporation may be amended only by the shareholders.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation on this 26th day of January, 2001.


Joseph M. Haverty, Subscriber

STATE OF FLORIDA

COUNTY OF BROWARD

The foregoing instrument was sworn to, subscribed, and acknowledged before me this 26th day of January, 2001 by Joseph M. Haverty, who is personally known to me and who did take an oath.

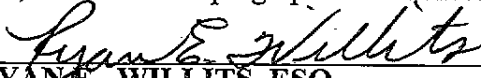

Signature of Notary Public
Print Name: _____

My commission expires:

REGISTERED AGENT CERTIFICATE AND ACCEPTANCE

1. Joseph M. Haverty desires to organize Stages Consulting, Inc. under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation, at 1323 S.E. 17th Street, No. 635, Ft. Lauderdale, Florida 33309 and names Ryan E. Willits, Esq., Ryan E. Willits, P.A. of 2701 W. Oakland Park Blvd., Suite 230, Fort Lauderdale, FL 33311, as its agent to accept service of process within the State of Florida.

2. Having been named to accept service of process for the above-named corporation at the place designated in this Certificate, I hereby accept acting in this capacity and agree to comply with the provisions of Chapter 607, Florida Statutes, as amended, relative to keeping open said office.



RYAN E. WILLITS, ESQ.
Registered Agent

Dated: January 26, 2001

(haverty/REW/4543)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA