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LAW OFFICES OF
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October 30, 2001

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*****78.75 *****78.75

Secretary of State
State of Florida
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Re: Steinberg Advertising & Design, Incorporation

Dear Sir or Madam:

Enclosed are the original Articles of Incorporation for Floriwings Corporation, together with a check in the amount of \$78.75 for the filing fee and certified copy fee. Please return one original certified copy of the Articles to me once they have been filed. Thank you for your assistance in this matter.

If you have any questions concerning this matter, please don't hesitate to call me.

Sincerely,

Uta S. Grove
Uta S. Grove (a)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
STEINBERG ADVERTISING & DESIGN, INC.**

The undersigned, for the purpose of forming a corporation under the provisions of Chapter 607 of the Florida Statutes, hereinafter referred to as the Corporation, hereby agrees to the following:

ARTICLE I
Name and Address

Section 1. The name of the Corporation shall be STEINBERG ADVERTISING & DESIGN, Inc.

Section 2. The address of the principal office of the Corporation is 732 Euclid Ave., Apt. 4, Miami Beach, FL 33139.

Section 3. The mailing address of the Corporation is Euclid Ave., Apt. 4, Miami Beach, FL 33139.

ARTICLE II
Purpose and Powers

Section 1. The Corporation is formed for the purpose of engaging in any lawful activity or business for which corporations may be incorporated under the laws of the State of Florida.

Section 2. The Corporation may exercise all powers, rights and privileges conferred on corporations pursuant to the laws of the State of Florida.

ARTICLE III
Term of Existence

The Corporation shall have perpetual existence. Corporate existence shall commence on the date of filing of these Articles of Incorporation.

ARTICLE IV
Capital Stock

The authorized capital stock of the Corporation shall be 7,500 shares of common stock having a par value of \$1.00 per share.

ARTICLE V
Board of Directors

Section 1. The business and affairs of the Corporation shall be managed by a Board of Directors, the members of which shall be hereinafter referred to as Directors.

Section 2. The initial Board of Directors of the Corporation shall consist of one (1) Director, whose name and address are as follows:

<u>Name</u>	<u>Address</u>
David Steinberg	732 Euclid Ave., Apt. 4 Miami Beach, FL 33139.

Section 3. The number of Directors shall be as provided in the Bylaws of the Corporation, but shall not be less than one (1).

Section 4. Directors shall be elected and hold office as provided in the Bylaws.

ARTICLE VI
Bylaws

Section 1. The initial Board of Directors shall adopt Bylaws for the Corporation at a meeting of the initial Board of Directors following the filing of these Articles of Incorporation.

Section 2. The power to adopt, alter, amend or repeal the Bylaws of the Corporation may be exercised by the Board of Directors or the shareholders in accordance with the provisions of the Bylaws.

Section 3. Any Bylaws adopted by the Board of Directors or the shareholders may be altered, amended or repealed by the other group; provided, however, that any Bylaws adopted by the shareholders may provide that it shall be altered, amended, or repealed only by the shareholders.

ARTICLE VII
Amendments

These Articles of Incorporation may be amended as set forth in the Florida Statutes, as amended from time to time.

ARTICLE VIII
Registered Office and Agent

Section 1. The name of the initial registered agent of the Corporation located at said address shall be David Steinberg.

Section 2. The street address of the initial registered office of the Corporation shall be:

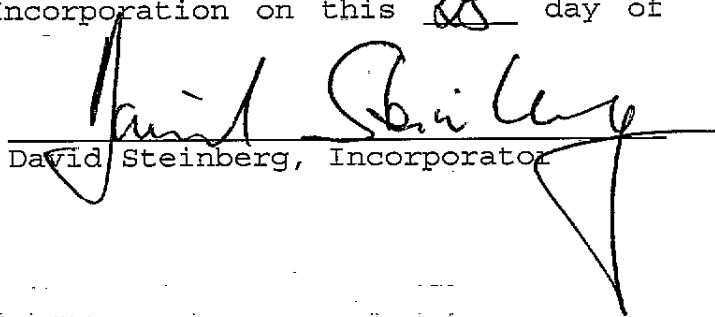
732 Euclid Ave., Apt. 4
Miami Beach, FL 33139

ARTICLE IX
Incorporator

The name and address of the Incorporator is:

<u>Name</u>	<u>Address</u>
David Steinberg	732 Euclid Ave., Apt. 4 Miami Beach, FL 33139.

IN WITNESS WHEREOF, for the purpose of forming a corporation under the laws of the State of Florida, the undersigned executed these Articles of Incorporation on this 05 day of October, 2001.



David Steinberg, Incorporator

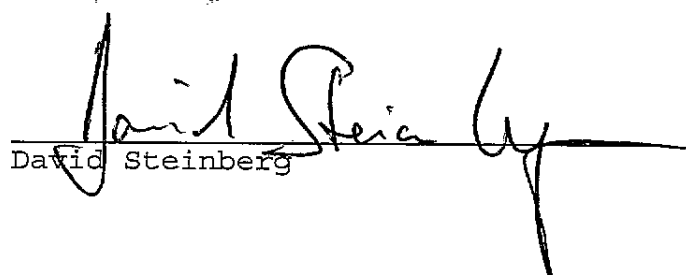
STATE OF FLORIDA)
COUNTY OF DADE)

The foregoing instrument was acknowledged before me this _____ day of _____, 2001, by David Steinberg, who is personally known to me or has produced _____ as identification.

NOTARY PUBLIC, State of Florida

ACCEPTANCE

I hereby accept to act as initial Registered Agent for
STEINBERG ADVERTISING & DESIGN, INC., as stated in these Articles
of Incorporation.


David Steinberg

FILED

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA