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FLORIDA PROFIT CORPORATION OR P.A.

MODELING SOCIETY ENTERTAINMENT, INC.

Certificate of Status	0
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Page Count	03 (1)
Estimated Charge	\$70.00

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FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

December 31, 2001

EMPIRE

SUBJECT: MODELING SOCIETY ENTERTAINMENT, INC.
REF: W01000029633

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The effective date is not acceptable since it is not within five working days of the date of receipt.

An effective date may be added to the Articles of Incorporation if a 2002 date is needed, otherwise the date of receipt will be the file date. A separate article must be added to the Articles of Incorporation for the effective date.

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Becky McKnight
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Division of Corporations - P.O. BOX 6327 -Tallahassee, Florida 32314

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ARTICLES OF INCORPORATION
OF
MODELING SOCIETY ENTERTAINMENT, INC.

EFFECTIVE DATE

ARTICLE I. CORPORATE NAME.

01-01-02

The name of this corporation is MODELING SOCIETY ENTERTAINMENT, INC.

ARTICLE II. PRINCIPAL OFFICE.

The principal place of business and mailing address of this corporation is 999 BRICKELL AVENUE, SUITE 700, MIAMI, FLORIDA 33131.

ARTICLE III. CAPITAL STOCK.

The number of shares of stock that this corporation is authorized to have outstanding at any one time is: 100 shares of common stock.

ARTICLE IV. INITIAL REGISTERED AGENT AND OFFICE.

The name and address of the initial registered agent is ALEXANDER J. ALFANO, ESQ., located at 999 BRICKELL AVENUE, SUITE 700, MIAMI, FLORIDA 33131.

ARTICLE V. INCORPORATORS.

The name(s) and street address(es) of the incorporator(s) to these articles of incorporation are

- 1) JARMO POHJANIEMI presently residing at is 999 BRICKELL AVENUE, SUITE 700, MIAMI, FLORIDA 33131; and
- 2) ALEXANDER J. ALFANO, ESQ. currently residing at 999 BRICKELL AVENUE, SUITE 700, MIAMI, FLORIDA 33131;
- 3) ESHED HALPERN currently residing at 1560 N. Sandburg Terrace, #3807, Chicago, Illinois 60610;
- 4) MICHAEL HOWARD MAGOLNICK currently residing at 5851 Holmberg Road, #4123, Parkland, Florida 33067.

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ARTICLE VI. OPTIONAL PROVISIONS.

The undersigned has executed these articles of incorporation on January 1, 2002.

ARTICLE VII. BYLAWS

This corporation will be organized, managed, and operated according to the by-laws that will be executed and signed by each of the incorporators within ninety (90) days of the execution of this document.



 JARMO POHJANIEMI

PRESIDENT/INCORPORATOR

REGISTERED AGENT DESIGNATION

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in these articles of incorporation, and I hereby accept the appointment as registered agent and agree to fulfill my obligations in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Prepared by:
 ALEXANDER J. ALFANO, ESQ.,
 3400 CORAL WAY, SUITE 603, MIAMI, FLORIDA 33145


 Signature/Registered Agent
 ALEXANDER J. ALFANO, ESQ.

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