

**PD2000011294**

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To: Division of Corporations  
Fax Number : (850) 205-0381

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Account Name : YOUR CAPITAL CONNECTION, INC.  
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**FLORIDA PROFIT CORPORATION OR P.A.**

**WorldFactor, Inc.**

Certificate of Status	0
Certified Copy	0
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Estimated Charge	\$70.00

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**ARTICLES OF INCORPORATION  
OF  
WorldFactor, Inc.**

The undersigned, acting as Incorporator of a corporation under the Florida Business Corporation Act, Florida Statutes, Chapter 607, adopts the following Articles of Incorporation for such corporation:

**ARTICLE ONE - Name**

The name of this corporation is WorldFactor, Inc.

**ARTICLE TWO - Principal Office**

The principal place of business and mailing address of this corporation shall be 929 Clint Moore Road, Boca Raton, Florida 33487.

**ARTICLE THREE - Duration**

The period of duration for the corporation is perpetual.

**ARTICLE FOUR - Purpose**

The corporation is organized for the purpose of engaging in any and all lawful endeavors and transactions, for which corporations may be incorporated, together with all necessary purposes related thereto, pursuant to Chapter 607, Florida Statutes, entitled "The Florida General Corporation Act."

**ARTICLE FIVE - Shares**

The number of shares of stock that this corporation is authorized to issue and have outstanding at any one time is one-thousand (1000).

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ARTICLE SIX - Initial Registered Agent

The name and Florida street address of the initial registered agent are William M. Vazquez, 150 E. Palmetto Park Road, Suite 650, Boca Raton, Florida 33432.

ARTICLE SEVEN - Capital Stock

The aggregate number of shares of stock authorized to be issued by this corporation shall be 7,500 shares of common stock, each with a par value of \$1.00. Each share of issued and outstanding common stock shall entitle the holder thereof to fully participate in all shareholder meetings, to cast one vote on each matter with respect to which shareholders have the right to vote, and to share ratably in all dividends and other distributions declared and paid with respect to the common stock, as well as in the net assets of the corporation upon liquidation or dissolution.

ARTICLE EIGHT - Incorporator

The name and address of the corporation's incorporator is:

<u>Name</u>	<u>Address</u>
William M. Vazquez	150 E. Palmetto Park Road Suite 650 Boca Raton, Florida 33432

ARTICLE NINE - Indemnification

If in the judgment of a majority of the entire Board of Directors, (excluding from such majority any director under consideration for indemnification), it is appropriate to do so, then the corporation may indemnify any of its current or former directors, officers, employees, or agents.

IN WITNESS WHEREOF; the undersigned Incorporator has executed these Articles of Incorporation on this 30<sup>th</sup> day of January, 2002.



William M. Vazquez

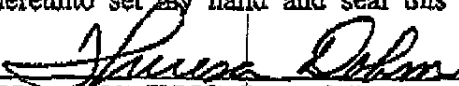
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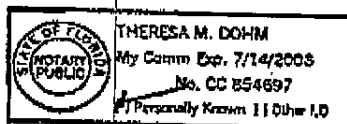
STATE OF FLORIDA       )  
COUNTY OF PALM BEACH   )

BEFORE ME, the undersigned authority, personally appeared William M. Vazquez, personally known to me and known to me to be the individual described in and who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed the same freely and voluntarily for the purpose therein expressed.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 30th day of January, 2002.

My Commission expires: 7/14/03

  
NOTARY PUBLIC, State of Florida At Large  
Print Name: Theresa Dohm



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**CERTIFICATE OF DESIGNATION OF INITIAL  
REGISTERED AGENT REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES,  
THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE  
STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN  
DESIGNATING THE INITIAL REGISTERED OFFICE AND INITIAL REGISTERED  
AGENT, IN THE STATE OF FLORIDA.

- 1.The name of the corporation is **WorldFactor, Inc.**
- 2.The name and address of the initial registered agent and the initial principal office are **William M. Vazquez, 150 E. Palmetto Park Road, Suite 650, Boca Raton, Florida 33432.**

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act 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.



William M. Vazquez

Dated: January 30, 2002.

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