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WILLIAM D. ANDERSON, JR.

ATTORNEY AT LAW
516 CAMDEN AVENUE
STUART, FLORIDA 34994

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April 30, 2002

Secretary of State
Division of Corporations
Department of State
P.O. Box 6327
Tallahassee, FL. 32301

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-05/03/02--01084--013
*****70.00 *****70.00

RE: SOUTH FLORIDA FETISH PRODUCTIONS, INC.

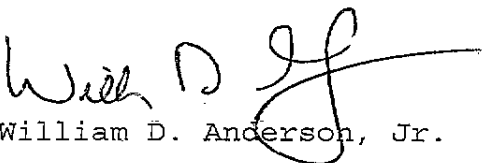
Dear Sir:

Enclosed please find the original and one copy of the Certificate of the Articles of Corporation of SOUTH FLORIDA FETISH PRODUCTIONS, INC.

Also enclosed is a check in the amount of \$70.00 to the Secretary of State for the filing fees of the enclosed Corporation.

Thank you for your prompt attention to this matter..

Yours truly,


William D. Anderson, Jr.

WDA/mf

Enclosure

FILED
02 MAY -3 AM 11:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF CORPORATION
OF
SOUTH FLORIDA FETISH PRODUCTIONS, INC.

ARTICLE I - NAME

The name of this corporation is SOUTH FLORIDA FETISH PRODUCTIONS, INC.

ARTICLE II - PURPOSE

This corporation is organized for the purpose of service provider and any lawful activity.

ARTICLE III - CAPITAL STOCK

This organization is authorized to issue 5,000 shares of \$1.00 par value common stock.

ARTICLE IV

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 1404 Coranado Ave., Ft. Pierce, Fl. 34950, and the name of the initial registered agent of this corporation at that address is: Jason Weaver.

ARTICLE V

INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) directors initially. The number of directors may be either increased or diminished from time to time by the Bylaws, but shall never be less than one. The name and address of the initial directors of this corporation is: Jason Weaver, 1404 Coranado Ave., Ft. Pierce, Fl. 34950.

ARTICLE VI
INCORPORATORS

The name and address of the person signing these Articles is: Jason Weaver, 1404 Coranado Ave., Ft. Pierce, FL. 34950.

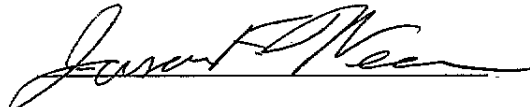
ARTICLE VII
CUMULATIVE VOTING

At each election for directors, every shareholder entitled to vote at such election shall have the right to cumulate his votes by giving one candidate as many votes as the number of directors to be elected at that time, multiplied by the number of his/her share, or by distributing such votes on the same principle among any number of such candidates.

ARTICLE VIII
AMENDMENT

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

IN WITNESS WHEREOF, the undersigned subscribers have executed these Articles of Incorporation, this 1st, day of May, 2002.


Jason Weaver

STATE OF FLORIDA)

COUNTY OF MARTIN)

I HEREBY CERTIFY, that on this day before me an officer duly qualified to take acknowledgments, personally appeared Jason Weaver, to me who is personally known ✓ or has produced identification _____, Type of identification _____ to be the person described in and who executed the foregoing Articles of Incorporation and acknowledged before me the execution of same.

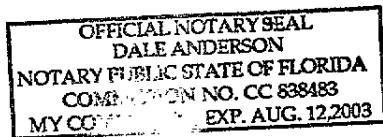
WITNESS my hand and official seal in the County and State last aforesaid, this 1st day of May, 2002.

Dale Anderson

Notary Public

My Commission Expires

Commission No. _____



REGISTERED AGENT DESIGNATION

In compliance with Section 48.091, Florida Statutes, the following is submitted:

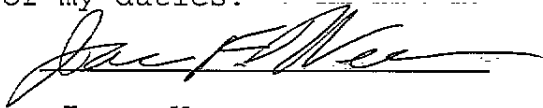
That SOUTH FLORIDA FETISH PRODUCTIONS, INC., desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at 1404 Coranado Ave. Ft. Pierce, Fl. 34950, has named Jason Weaver, as its agent to accept service of process within Florida.

Dated this 1st, day of May 2002.

Jason F. Weaver
Jason Weaver

ACCEPTANCE OF DESIGNATION

Having been named to accept Service of Process for the above stated corporation, at the place designated in this certificate, 1404 Coranado Ave., St. Pierce, Fl. 34950, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.



Jason Weaver

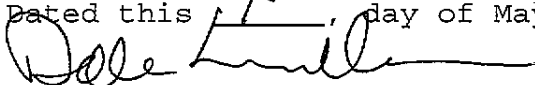
STATE OF FLORIDA)

COUNTY OF MARTIN)

FILED
02 MAY -3 AM 11:50
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I hereby certify that on this day before me, an officer duly authorized to take acknowledgments, personally appeared Jason Weaver, to me well known to be the person(s) who executed the foregoing instrument, and acknowledged before me who has produced Florida Driver License No. W/60-426-69-004-0 as identification, and who (did/did not) take an oath.

Dated this 1st day of May, 2002.



Notary Public Dale Anderson

My Commission Expires:

Commission No. _____

