

P02000075509

CORP DIRECT AGENTS, INC. (formerly CCRS)
103 N. MERIDIAN STREET, LOWER LEVEL
TALLAHASSEE, FL 32301
222-1173

FILED STATE
SECRETARY OF FLORIDA
TALLAHASSEE, FLORIDA
02 JUL 11 PM 12:31

FILING COVER SHEET
ACCT. #FCA-14

CONTACT:

Pam

DATE:

7-11-02

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-07/11/02-01044-001
*****78.75 *****78.75

REF. #:

C150, 7738

CORP. NAME:

Who's The Judge?, Inc.

- | | | |
|---|---|--|
| <input checked="" type="checkbox"/> ARTICLES OF INCORPORATION | <input type="checkbox"/> ARTICLES OF AMENDMENT | <input type="checkbox"/> ARTICLES OF DISSOLUTION |
| <input type="checkbox"/> ANNUAL REPORT | <input type="checkbox"/> TRADEMARK/SERVICE MARK | <input type="checkbox"/> FICTITIOUS NAME |
| <input type="checkbox"/> FOREIGN QUALIFICATION | <input type="checkbox"/> LIMITED PARTNERSHIP | <input type="checkbox"/> LIMITED LIABILITY |
| <input type="checkbox"/> REINSTATEMENT | <input type="checkbox"/> MERGER | <input type="checkbox"/> WITHDRAWAL |
| <input type="checkbox"/> CERTIFICATE OF CANCELLATION | <input type="checkbox"/> UCC-1 | <input type="checkbox"/> UCC-3 |
| <input type="checkbox"/> OTHER: | | |

STATE FEES PREPAID WITH CHECK# 502710 FOR \$ 78.75

AUTHORIZATION FOR ACCOUNT IF TO BE DEBITED:

COST LIMIT: \$

PLEASE RETURN:

- | | | |
|--|---|---|
| <input checked="" type="checkbox"/> CERTIFIED COPY | <input type="checkbox"/> CERTIFICATE OF GOOD STANDING | <input type="checkbox"/> PLAIN STAMPED COPY |
| <input type="checkbox"/> CERTIFICATE OF STATUS | | |

F. GHESSER JUL 11

Examiner's Initials

**ARTICLES OF INCORPORATION
OF
WHO'S THE JUDGE?, INC.**

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ARTICLE I

The name of the corporation is WHO'S THE JUDGE?, INC. (the "Corporation").

ARTICLE II

The address of the principal office and the mailing address of the Corporation is c/o Luis Salazar, 1688 West Avenue, Apt. 1204, Miami Beach, Florida 33139.

ARTICLE III

This Corporation shall have authority to issue One Thousand (1,000) shares of Common Stock having a par value of \$0.01 per share.

ARTICLE IV

The Corporation shall hold a special meeting of shareholders only:

- (1) On call of the Board of Directors or persons authorized to do so by the Corporation's Bylaws; or
- (2) If the holders of not less than fifty (50) percent of all votes entitled to be cast on any issue proposed to be considered at the proposed special meeting sign, date, and deliver to the Corporation's secretary one or more written demands for the meeting describing the purpose or purposes for which it is to be held.

ARTICLE V

The street address of the Corporation's initial registered office in the State of Florida is 1688 West Avenue, Apt. 1204, Florida 33139, City of Miami Beach, County of Miami-Dade, and the name of its initial registered agent at such office is Luis Salazar.

ARTICLE VI

The Board of Directors of the Corporation shall consist of at least one (1) director, with the exact number to be fixed from time to time in the manner provided in the Corporation's Bylaws. The Board of Directors shall initially consist of one (1) member and the name and

address of the sole member of the initial Board of Directors of the Corporation, who will serve as the Corporation's director until successors are duly elected and qualified is:

Luis Salazar
1688 West Avenue, Apt. 1204
Miami Beach, Florida 33139

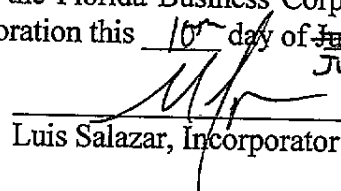
ARTICLE VII

The name of the Incorporator is Luis Salazar, and the address of the Incorporator is 1688 West Avenue, Apt. 1204, Miami Beach, Florida 33139.

ARTICLE VIII

This Corporation shall indemnify and shall advance expenses on behalf of its officers and directors to the fullest extent not prohibited by law in existence either now or hereafter.

IN WITNESS WHEREOF, the undersigned, being the Incorporator named above, for the purpose of forming a corporation pursuant to the Florida Business Corporation Act of the State of Florida has signed these Articles of Incorporation this 10 day of ~~June~~ July, 2002.


Luis Salazar, Incorporator

ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT

The undersigned, having been named the Registered Agent of WHO'S THE JUDGE?, INC. in the foregoing Articles of Incorporation, hereby accepts such designation and is familiar with, and accepts, the obligations of such position, as provided in Florida Statutes §607.0505.


Luis Salazar, Registered Agent

Dated: June 10, 2002
July

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