

**Electronic Articles of Incorporation
For**

P03000012569
FILED
February 03, 2003
Sec. Of State

NEXTPHASE INTERACTIVE CORPORATION

The undersigned incorporator, for the purpose of forming a Florida profit corporation, hereby adopts the following Articles of Incorporation:

Article I

The name of the corporation is:

NEXTPHASE INTERACTIVE CORPORATION

Article II

The principal place of business address:

10500 SW 155TH CT
SUITE# 1029
MIAMI, FL. US 33196

The mailing address of the corporation is:

10500 SW 155TH CT
SUITE# 1029
MIAMI, FL. US 33196

Article III

The purpose for which this corporation is organized is:

ANY AND ALL LAWFUL BUSINESS.

Article IV

The number of shares the corporation is authorized to issue is:

4

Article V

The name and Florida street address of the registered agent is:

PAUL A HAINES
10500 SW 155TH CT
SUITE 1029
MIAMI, FL. 33196

I certify that I am familiar with and accept the responsibilities of registered agent.

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Registered Agent Signature: PAUL A. HAINES

Article VI

The name and address of the incorporator is:

PAUL A. HAINES
10500 SW 155TH CT
SUITE 1029
MIAMI, FL 33196

Incorporator Signature: PAUL A. HAINES

Article VII

The initial officer(s) and/or director(s) of the corporation is/are:

Title: P
PAUL A HAINES
10500 SW 155TH CT. SUITE# 1029
MIAMI, FL. 33196 US

Article VIII

The effective date for this corporation shall be:

02/01/2003