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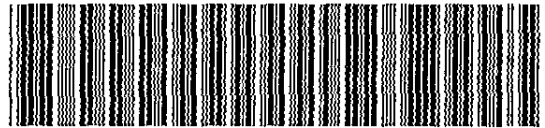
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**HICKS RICHARDS & ISAACS, LLC**  
ATTORNEYS AT LAW

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ORLANDO, FL 32802  
TEL (407) 422-5758  
FAX (407) 425-2380

2001 BROADWAY  
SUITE 101  
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FLORIDA 33404  
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*Please Reply to Orlando Office*

September 5, 2003


Department of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32314

Re: Articles of Incorporation of Balaste, Inc.  
Articles of Incorporation of Jerry Phillips Collection, Inc.  
Articles of Incorporation of Coisas Do Mundo, Inc.

Dear Sir or Madam:

Enclosed you will find a check for \$210.00 for filing the captioned corporations. Your immediate attention and cooperation on this matter is greatly appreciated. If there are any questions or concerns, please do not hesitate to give the office a call.

Sincerely,



Melinda Lawrence  
Office Coordinator

ml

**ARTICLES OF INCORPORATION  
OF  
Jerry Phillips Collection, Inc.**

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

**ARTICLE I**

The name of this corporation shall be **Jerry Phillips Collection, Inc.**

**ARTICLE II**

The corporation shall have the power to engage in any lawful activity for which corporations may be organized under the Florida Business Corporation Act.

**ARTICLE III**

The aggregate number of shares that the corporation shall have authority to issue and to have outstanding at any one time is 1,000 shares at \$1.00 par value. All such shares shall be of a single class, designated as common.

**ARTICLE IV**

Each holder of common shares shall have one vote for each such share held of record on all matters submitted for shareholder approval. Except as otherwise specifically required by law, or except as specifically provided in these articles of incorporation, all other matters requiring shareholder approval shall require an affirmative vote of a majority of the shares voting thereon. The holders of the common shares shall have unlimited voting rights and the right to receive the net assets of the corporation upon its dissolution.

At each election for directors, the shareholders shall be entitled to cast votes using the cumulative method of voting for directors.

**ARTICLE V**

The corporation elects to have preemptive rights.

**ARTICLE VI**

The corporation shall indemnify to the fullest extent permitted by the Florida Business Corporation Act any person who has been made, or is threatened to be made, a party to an

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action, suit, or proceeding, whether civil, criminal, administrative, investigative, or otherwise (including an action, suit or proceeding by or in the right of the corporation), by reason of the fact that the person is or was a director or officer of the corporation, or a fiduciary within the meaning of the Employee Retirement Income Security Act of 1974 with respect to an employee benefit plan of the corporation, or serves or served at the request of the corporation as a director, or as an officer, or as a fiduciary of an employee benefit plan, of another corporation, partnership, joint venture, trust or other enterprise. In addition, the corporation shall pay for or reimburse any expenses incurred by such persons who are parties to such proceedings, in advance of the final disposition of such proceedings, to the full extent permitted by the Florida Business Corporation Act.

#### ARTICLE VII

The Florida Control-Share Acquisition sections of the Florida Business Corporation Act (§§ 607.0902 and 607.0903) shall not be applicable to this corporation.

#### ARTICLE VIII

The bylaws of the corporation may be amended by majority vote of either the directors or the shareholders.

#### ARTICLE IX

The number of directors of the corporation shall be fixed by the bylaws of the corporation. The initial board of directors shall consist of three directors whose name and addresses are as follows:

Jerry Phillips	Reginald Hicks, Esq.	Howard Chatoff
400 S. Orlando Ave., Suite C.	219 Lime Avenue	c/o Pharmalogic
Winter Park, Florida 32789,	Orlando, Florida 32805	1 South Ocean Blvd., #206
		Boca Raton, FL. 33432.

#### ARTICLE X

The initial registered agent of the corporation is Reginald D. Hicks, Esquire. The street address of the corporation's initial registered office is 219 Lime Avenue, Orlando, Florida 32805.

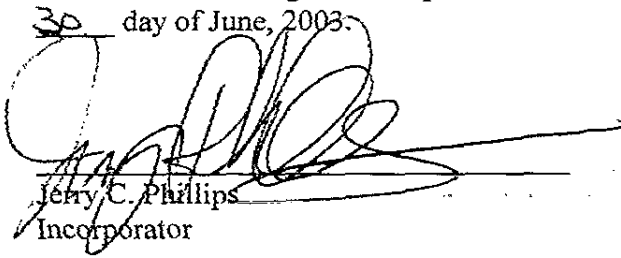
#### ARTICLE XI

The mailing address of this corporation of Jerry Phillips Collection, Inc. is 400 S. Orlando Avenue, Suite C., Winter Park, Florida 32789.

#### ARTICLE XII

The name and street address of the Incorporator to these Articles of Incorporation is Jerry Phillips of 400 S. Orlando Avenue, Suite C., Winter Park, Florida 32789.

The undersigned incorporator has executed these Articles of Incorporation this  
30 day of June, 2003.



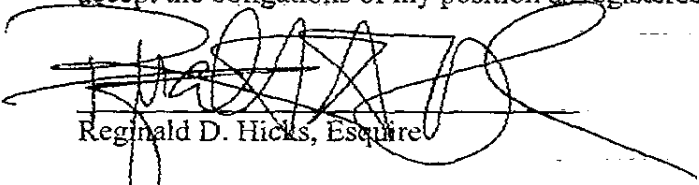
Jerry C. Phillips  
Incorporator

## REGISTERED AGENT AND OFFICE

Pursuant to the provisions of F.S. 607.0501, the undersigned corporation organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent in the State of Florida.

1. The name of the corporation is Jerry Phillips Collection, Inc.
2. The name of the registered agent is Reginald D. Hicks, Esquire.
3. The address of the registered agent/registered office is Reginald D. Hicks, Esquire, 219 Lime Avenue, Orlando, Florida 32805.

Having been named as registered agent and designated to accept service of process for the above corporation, 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.



Reginald D. Hicks, Esquire

Date: June 17, 2003

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