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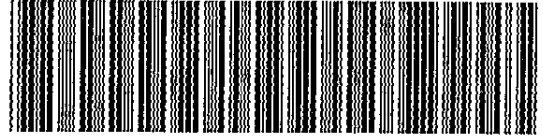
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WILLIAM W. CARPENTER, P.A.

1416 EAST ROBINSON ST. • ORLANDO, FL 32801 • (407) 898-4100 • FAX: (407) 898-8860

June 1, 2003

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

SUBJECT: ASTROLOGY N PSYCHIC, INC.

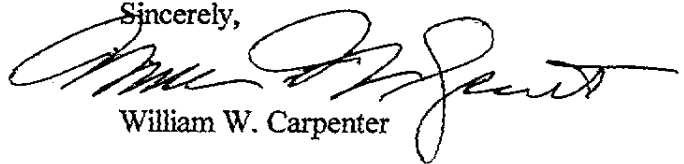
Dear Sir:

Enclosed is an original and one (1) copy of the articles of incorporation, a check for \$78.75 for a filing fees, and a certified copy FROM:

William W. Carpenter, Esq.
1416 East Robinson St.
Orlando, FL 32801
(407) 898-4100

Please record the Articles of Incorporation, certify the enclosed copy, and return it to me. I have also enclosed a self addressed stamped envelope for the return of the certified copy.

Sincerely,



William W. Carpenter

cc: Elizabeth Thompson

**ARTICLES OF INCORPORATION
OF
ASTROLOGY N PSYCHIC, INC**

ARTICLE I - NAME

The name of this corporation is: Astrology N Psychic, Inc.

ARTICLE II - PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

1455 Chris Ave.
Deland. FL 32724

ARTICLE III - CAPITAL STOCK

This corporation is authorized to issue 100 shares of \$5.00 par value common stock, which shall be designated "common stock".

In the event of any voluntary or involuntary liquidation, dissolution or winding up of this corporation, the remaining assets of this corporation shall be payable to and distributed ratably among the holders of record of the common stock.

ARTICLE IV - PREEMPTIVE RIGHTS

Every shareholder, upon the sale of cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation and the name of the initial registered agent of this corporation at that address is:

Elizabeth Ann Thompson
1455 Chris Ave.
Deland FL 32724

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ARTICLE VI - INCORPORATOR

The name and address of the person signing these Articles is:

Elizabeth Ann Thompson
1455 Chris Ave.
Deland, FL 32724

ARTICLE VII - RIGHT OF SHAREHOLDERS TO DISSENT

The shareholders of this corporation shall have the right to dissent from any corporate actions from which shareholders are entitled to dissent under the Florida General Corporation Act, even though on the date fixed to determine the shareholders entitled to vote on such corporate actions the shares of this corporation were registered on a national securities exchange or held of record by not less than 2,000 shareholders.

ARTICLE VIII - MANAGEMENT OF CORPORATION BY SHAREHOLDERS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of this corporation shall be managed under the direction of, the shareholders of this corporation.

ARTICLE IX - POWERS

This corporation shall have all of the corporate powers enumerated in the Florida General Corporation Act.

The shareholders of this corporation shall have the exclusive authority to fix the compensation of directors of this corporation.

ARTICLE X - INDEMNIFICATION

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE XI - AMENDMENT

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

The undersigned incorporator has executed these Articles of Incorporation this 11 day of October, 2003.

Elizabeth Ann Thompson
Elizabeth Ann Thompson - Incorporator

**CERTIFICATE OF DESIGNATION OF
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 REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is: Astrology N Psychic, Inc.
2. The name and address of the registered agent is:

Elizabeth Ann Thompson
1455 Chris Ave.
Deland, FL 32724

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 proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Elizabeth Ann Thompson
Elizabeth Ann Thompson
Registered Agent

Oct. 11, 2003
Date

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