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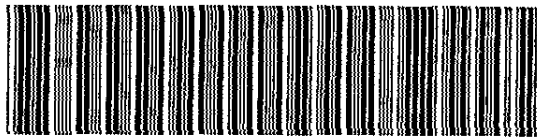
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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**Law Offices of Robert D. Schwartz, P.A.**  
4700 N.W. Boca Raton Blvd. Suite B201  
Boca Raton, Florida 33431

**Robert D. Schwartz**  
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January 15, 2004

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

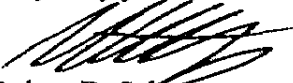
Re: My Babylon, Inc.

Dear Sir or Madam:

Enclosed, please find and original and one copy of the articles of incorporation and a check for \$70 filing fee.

If you have any questions, please do not hesitate to contact me.

Very truly yours,



Robert D. Schwartz

w/enc.

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04 JAN 20 PM 2:22

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION**

**OF**

**MY BABYLON, INC.**

I, the undersigned, being of legal age, do hereby associate myself for the purpose of becoming a corporation under the laws of the State of Florida, under Section 607 of the Florida Statutes authorizing the formation of corporations.

**ARTICLE I - NAME:**

The name of the corporation shall be:

MY BABYLON, INC.

**ARTICLE II - DURATION:**

The corporation shall have perpetual existence beginning with the date of acceptance of the corporation by the Secretary of State of the State of Florida.

**ARTICLE III - PURPOSE:**

The corporation is organized for the purpose of transacting any or all lawful business within or without the State of Florida, and to have all powers conferred upon the corporation by the laws of the State of Florida.

**ARTICLE IV - CAPITAL STOCK:**

The corporation is authorized to issue (100) shares of common stock with a par value of One (\$1.00) Dollar per share.

**ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT:**

The street address of the initial principal office of the corporation is 1315 N.W. 2<sup>nd</sup> Avenue,

Delray Beach, Florida 33444. The name and address of the initial Registered Agent of the corporation is Robert D. Schwartz, Esq., 4700 N.W. Boca Raton Blvd., Ste. B201, Boca Raton, Florida 33431.

**ARTICLE VI - INITIAL BOARD OF DIRECTORS:**

The corporation shall have one (1) director initially. The number of directors may be either increased or decreased from time to time by the By-Laws, but shall never be less than one (1). The name and address of the initial director of the corporation is TIFFANY MAHLSTEDT, 1315 N.W. 2<sup>nd</sup> Avenue, Delray Beach, Florida 33444. Election of Directors shall be as provided in the bylaws.

**ARTICLE VII - INCORPORATOR:**

The name and address of the person signing these Articles is: TIFFANY MAHLSTEDT, 1315 N.W. 2<sup>nd</sup> Avenue, Delray Beach, Florida 33444.

**ARTICLE VIII - BY-LAWS:**

The power to adopt, alter, amend or repeal the By-Laws shall be vested in the Board of Directors and Stockholders.

**ARTICLE IX - STOCKHOLDERS MEETING REQUIRED:**

Any action of the stockholders of the corporation must be taken at a meeting of the stockholders of the corporation duly called as provided by law.

**ARTICLE X - INDEMNIFICATION:**

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

**ARTICLE XI - AMENDMENT:**

The 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 stockholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 12 day of JANUARY, 2004.

  
TIFFANY MAHLSTEDT

STATE OF FLORIDA  
COUNTY OF PALM BEACH

BEFORE ME, a notary public authorized to take acknowledgment in the State and County aforesaid, personally appeared TIFFANY MAHLSTEDT, to me known and known to me to be the person who executed the foregoing Articles of Incorporation, and who acknowledged before me that he executed the same.

  
NOTARY PUBLIC

My Commission Expires: 1-19-07



**CERTIFICATE DESIGNATING PLACE OF BUSINESS  
OR DOMICILE FOR THE SERVICE OF PROCESS  
WITHIN THIS STATE, NAMING AGENT UPON WHOM  
PROCESS MAY BE SERVED**

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

FIRST: That MY BABYLON, INC. is desirous of incorporating under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation in City of Delray Beach, County of Palm Beach, State of Florida, has named Robert D. Schwartz, Esq., located at 4700 N.W. Boca Raton Blvd., Ste. B201, Boca Raton, in the County of Palm Beach and the State of Florida as its Agent to accept service of process within this state.

**ACKNOWLEDGMENT:**

Having been named to accept service of process for the above state corporation, at place designated in this Certificate, I hereby accept to act in this capacity and agree to comply with the provision of said Act relative of keeping open said office.

  
\_\_\_\_\_  
ROBERT D. SCHWARTZ  
Resident Agent

Dated: 1/15/04