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Florida Department of State
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To:

Division of Corporations
Fax Number : (850) 205-0381

From:

Account Name : BUSINESS FILINGS
Account Number : 105256001620
Phone : (608) 827-5300
Fax Number : (608) 827-5501

FLORIDA PROFIT CORPORATION OR P.A.

Girls at Play Inc.

Certificate of Status	0
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FAX AUDIT # H04000071565 3

ARTICLES OF INCORPORATION

In compliance with Chapter 607, F.S.

ARTICLE I NAME

The name of the corporation shall be: **Girls at Play Inc.**

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:
3811 Marsh Lilly Drive, Orlando, Florida 32828.

ARTICLE III PURPOSE

The purpose for which the corporation is organized is: To sell upscale lingerie to adult women ages 25-44. The corporation will also sell other sexy items to this same target demographic. The corporation will personally deliver items, possibly the same day, that are ordered online to customers that are within at 10 mile radius.

ARTICLE IV SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is 2,000. The par value of each share of stock is \$0.01.

ARTICLE V OFFICERS/DIRECTORS

The initial director of the corporation is:

Rhetta Peoples, 3811 Marsh Lilly Drive, Orlando, Florida 32828

The initial officers of the corporation are:

Rhetta Peoples, President, V.P., Secretary, Treasurer, 3811 Marsh Lilly Drive, Orlando, Florida 32828

ARTICLE VI REGISTERED AGENT

The name and Florida Street address of the registered agent is: Business Filings Incorporated, 660 East Jefferson Street, Tallahassee, Florida 32301. Located in the County of Leon.

ARTICLE VII INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is: Business Filings Incorporated, Mark Schiff, AVP, 8025 Excelsior Dr., Suite 200, Madison, WI 53717.

I hereby accept the appointment as registered agent and agree to act in this capacity.

Signature: _____

Business Filings Incorporated

Date: April 5, 2004

Signature: _____

Business Filings Incorporated, Incorporator
Mark Schiff, AVP

Date: April 5, 2004

The document was prepared by: Business Filings Incorporated, Mark Schiff, 8025 Excelsior Dr., Suite 200, Madison, WI 53717. 608-827-5300

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