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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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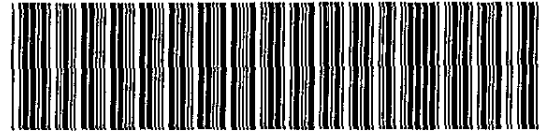
(Business Entity Name)

(Document Number)

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TALLAHASSEE, FLORIDA

9-3-04
WPC

**ARTICLES OF INCORPORATION
OF
WHIMSY AT WORK, INC.**

ARTICLE I - NAME

The name of this corporation is WHIMSY AT WORK, INC.

ARTICLE II - DURATION

This corporation shall have perpetual existence.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any or all legal business.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 10,000 shares of One Dollar (\$1.00) par value stock.

ARTICLE V - PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash or 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 prorata share thereof, (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial principal office of this corporation is 1800 N.W. 49th Street, Suite 120, Fort Lauderdale, Florida 33309, and the name of the initial registered agent of this corporation is LYNN GREENBERG at 1800 N.W. 49th Street, Suite 120, Fort Lauderdale, Florida 33309.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have one(1) director initially. The number of Directors may be either increased or diminished from time to time by the By-Laws but shall never be less than one. The names and addresses of the initial Directors of this corporation are:

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TALLAHASSEE, FLORIDA

LYNN GREENBERG
1800 N.W. 49th Street
Suite 120
Fort Lauderdale, Florida 33309

ARTICLE VIII - INCORPORATOR

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

LYNN GREENBERG
1800 N.W. 49th Street
Suite 120
Fort Lauderdale, Florida 33309

ARTICLE IX - INDEMNIFICATION

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

ARTICLE X - AMENDMENT

This 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 shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporator has executed this Articles of Incorporation on August 17, 2004.


LYNN GREENBERG

STATE OF FLORIDA

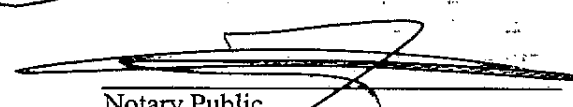
COUNTY OF BROWARD

The foregoing instrument ~~was acknowledged~~ before me this 17th day of August, 2004 by LYNN GREENBERG who is personally known to me or who has produced _____ as identification.

(Seal)



Francis J. Smith
Commission #DD173225
Expires: Jan 04, 2007
Bonded Thru
Atlantic Bonding Co., Inc.


Notary Public
My Commission Expires: 1/4/07

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

LYNN GREENBERG
1800 N.W. 49th Street
Suite 120
Fort Lauderdale, Florida 33309

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED:

FIRST THAT WHIMSY AT WORK, INC. DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS PRINCIPAL PLACE OF BUSINESS AT THE CITY OF FORT LAUDERDALE, STATE OF FLORIDA, HAS NAMED LYNN GREENBERG AT 1800 N.W. 49TH STREET, SUITE 120, FORT LAUDERDALE, FLORIDA 33309, AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

SIGNATURE: *Lynn Greenberg*

LYNN GREENBERG

TITLE: INCORPORATOR

DATE: August 17, 2004

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TALLAHASSEE, FLORIDA

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER ACCEPT TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES

SIGNATURE: *Lynn Greenberg*

LYNN GREENBERG

Registered Agent

DATE: August 17, 2004