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Florida Department of State
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ALLAHASSEE FLORIDA

2004 NOV -2 PM 12:55

FLORIDA PROFIT CORPORATION OR P.A.

brazilian bombshells escorts, inc.

Certificate of Status	0
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STATE
TALLAHASSEE FLORIDA

(5)

ARTICLES OF INCORPORATION

OF

BRAZILIAN BOMBSHELLS ESCORTS, INC.

I Arlene Kahn, being over 18 years old, hereby subscribe to and file these Articles of Incorporation to create a corporation under the laws of the State of Florida.

ARTICLE 1

The name of this corporation is Brazilian Bombshells Escorts, Inc.

ARTICLE 2

This is the authorized capital stock:

<u>Number of Shares</u> <u>Authorized</u>	<u>Par Value</u> <u>Per Share</u>	<u>Class of</u> <u>Stock</u>
7,500	\$1.00	A

All the stock is payable in cash, property, or labor or services at a just valuation fixed by the Board of Directors. Payment is not required at issuance, provided shares are subject to calls until the whole consideration is paid.

Upon the sale of any new stock of the same kind, class or series as that already issued, every stockholder has the pre-emptive right to purchase their pro-rata share at the price offered to others. Fractional shares need not be issued on account of this provision.

ARTICLE 3

This corporation will commence existence and will exist perpetually unless dissolved according to law.

ARTICLE 4

The initial registered office of this corporation is 5120 Wachovia Financial Center, 200 Biscayne Boulevard, Miami, FL 33131. The initial registered agent at that address is Bill Ullman. Other offices and branch offices can be within or without the State of Florida. The mailing address of the corporation is P.O. Box 2104, Hallandale FL 33008.

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ARTICLE 5

This corporation will have at least one director. The exact number can be specified by the stockholders from time to time. The stockholders can, by a majority vote, determine that the corporation be managed by the stockholders.

ARTICLE 6

This is the name and address of the first director of the corporation, who will hold office for the first year or until the successor is duly elected and qualified:

<u>Name</u>	<u>Address</u>
Arlene Kahn	200 Diplomat Parkway, Unit 232, Hallandale, FL 33009

ARTICLE 7

These are the initial subscribers of stock:

<u>Name and Address</u>	<u>Number of Shares</u>
Arlene Kahn 200 Diplomat Parkway Unit 232 Hallandale, Florida 33009	ONE HUNDRED

ARTICLE 8

No transaction between this corporation and a second party will be affected due to a director, officer, or shareholder of this corporation having an interest in the second party. Directors, officers, and stockholders of this corporation - and firms in which they are interested - can transact business with this corporation provided a full disclosure of the duality of interest is made to the Board of Directors of this corporation. Directors can be counted in a quorum of this corporation notwithstanding their duality of interest.

ARTICLE 9

The private property of the stockholders will not be subject to payment of the corporate debts. The corporation will have a first lien on the shares of its stockholders and upon the dividends due them for any indebtedness of the stockholders to the corporation.

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ARTICLE 10

This corporation will indemnify and insure its officers and directors to the fullest extent permitted by law.

ARTICLE 11

The purpose of this corporation is to engage in all lawful business including, but not limited to, escort services.

SUBSCRIPTION

I am an original subscriber to the stock of Brazilian Bombshells Escorts, Inc. a corporation for profit under the laws of Florida. I certify that the facts stated in these articles of incorporation are true. I agree to take one hundred shares of stock.

Arlene Kahn

Arlene Kahn

Dated:

11/2/04

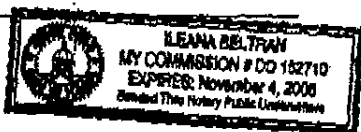
Notarization

Miami-Dade County, Florida

Arlene Kahn appeared before me on November 2, 2004 and executed this document after being put under oath and being advised of the penalties of perjury. Arlene Kahn is personally known to me or produced the following identification FLDL # K500 012 737940

My Commission expires:

[Signature]
Notary Public



TOTAL P.05

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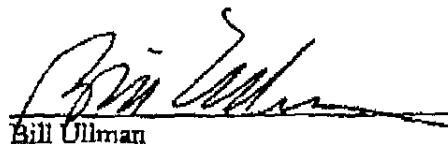
DEPT. OF STATE
TALLAHASSEE FLORIDA

DESIGNATION OF REGISTERED AGENT

In compliance with the laws of Florida, the following is submitted:

Brazilian Bombshells Escorts, Inc. desires to organize under the laws of Florida with registered office at 5120 Wachovia Financial Center, 200 Biscayne Boulevard, Miami, FL 33131; P 305-358-0284; F 305-374-3756; bill@billullman.com. Bill Ullman is the statutory registered agent.

I Bill Ullman agree to act as registered agent and agree to comply with the Florida law regarding keeping the registered office open.



Bill Ullman
Registered Agent

Dated: NOV. 2, 2004

Artcls incorpn + dsgntn R A

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