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(Business Entity Name)

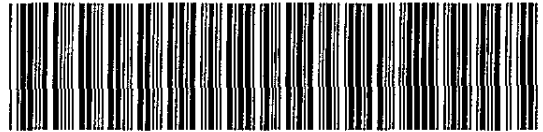
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SECRETARY OF STATE
TALLAHASSEE FLORIDA

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11/10/04

LAW OFFICES

JEROME L. TEPPS P.A.

2787 East Oakland Park Boulevard
Suite 202
Fort Lauderdale, Florida 33306
(954) 563-2852 – FAX (954) 563-8357

October 29, 2004

SECRETARY OF STATE
DIVISION OF CORPORATIONS
Post Office Box 6327
Tallahassee, Florida 32314

Re: Thatswhatimtalkinabout, Inc.

Gentlemen:

Please find original and one copy of the Articles of Incorporation and Consent of Resident Agent for filing with your office, reference above, along with check # 36233 in the amount of \$122.50 representing filing fee.

Please endorse your approval of the Articles of Incorporation on the enclosed copy, certify and return same to this office.

Thank you.

Sincerely yours,

Jerome L. Teppes

JLT/ps
enclosures: as noted

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLES OF INCORPORATION OF
Thatswhatimtalkingabout, Inc.

ARTICLE I

NAME

The name of the corporation is THATSWHATIMTALKINGABOUT, INC.

ARTICLE II

DURATION AND COMMENCEMENT OF EXISTENCE

This corporation shall commence on the date of filing with the Secretary of State. This corporation shall have perpetual existence.

ARTICLE III

PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business for which corporations may be incorporated under Chapter 607 of the Florida Statutes.

ARTICLE IV

CAPITAL STOCK

This corporation is authorized to issue 10,000 shares of \$.10 par value common stock.

ARTICLE V
CORPORATE OFFICE

The address of the corporate office is 2787 East Oakland Park Blvd., Suite 202, Fort Lauderdale, Florida 33306 or as otherwise reflected in the annual report.

ARTICLE VI
INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 2787 East Oakland Park Blvd., Suite 202, Fort Lauderdale, Florida 33306 and the name of the initial Registered Agent of this corporation at that address is Jerome L. Teppes.

ARTICLE VII
INITIAL BOARD OF DIRECTOR/INCORPORATOR

The corporation shall have one 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 nor more than three. The name and address of the initial director of this corporation is:

<u>NAME</u>	<u>ADDRESS</u>
JEROME L. TEPPES	2787 East Oakland Park Blvd. Suite 202 Fort Lauderdale, Florida 33306

ARTICLE VIII
INDEMNIFICATION

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

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 5 day of November, 2004.




JEROME L. TEPPS

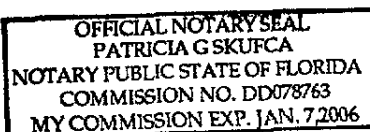
STATE OF FLORIDA)
COUNTY OF BROWARD)

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared JEROME L. TEPPS known to me and known by me or who produced N/A as identification, who did take an oath, and he acknowledged before me that he executed these Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my seal in the State of County above mentioned, this 5 day of November, 2004.



Notary Public/State of Florida
My commission expires:



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

Pursuant to Section 48.091 and Section 607.034(3), Florida
Statutes, the following is submitted in compliance with said
Sections:

THATSWHATIMTALINGABOUT, INC. desires to organize under the
Laws of the State of Florida with its registered office as
indicated in the Articles of Incorporation at 2787 East Oakland
Park Blvd., Suite 202, Fort Lauderdale, Florida 33306 and has
named JEROME L. TEPPS located at 2787 East Oakland Park Blvd.,
Suite 202, Fort Lauderdale, Florida 33306 as its Agent to accept
service of process within this State.

CONSENT OF REGISTERED AGENT

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


JEROME L. TEPPS