

**Electronic Articles of Incorporation
For**

P05000024941
FILED
February 16, 2005
Sec. Of State
nculligan

SIMPLY EROTIC ART, INC.

The undersigned incorporator, for the purpose of forming a Florida profit corporation, hereby adopts the following Articles of Incorporation:

Article I

The name of the corporation is:
SIMPLY EROTIC ART, INC.

Article II

The principal place of business address:
21207 CALLLE ROSA DRIVE
LAND O LAKES, FL. 34637

The mailing address of the corporation is:
21207 CALLLE ROSA DRIVE
LAND O LAKES, FL. 34637

Article III

The purpose for which this corporation is organized is:
ANY AND ALL LAWFUL BUSINESS

Article IV

The number of shares the corporation is authorized to issue is:
1000

Article V

The name and Florida street address of the registered agent is:
CAROLE L VAN DUSEN
301 E. TARPON
SUITE #2
TARPON SPRINGS, FL. 34689

I certify that I am familiar with and accept the responsibilities of registered agent.

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Registered Agent Signature: CAROLE L. VAN DUSEN

Article VI

The name and address of the incorporator is:

DAVID A. HARTLEY
500 TRINITY LANE
#5214
ST PETERSBURG, FL

Incorporator Signature: DAVID HARTLEY

Article VII

The initial officer(s) and/or director(s) of the corporation is/are:

Title: P
DAVID A HARTLEY
500 TRINITY LANE, #5214
ST PETERSBURG, FL, FL. 33716 US

Title: VP
VAN T LE-LUETZEL
SCHLIESSSHIEMER 70
MUNICH, BA. 80797 DE

Title: VP
GENE WEAR
21207 CALLE ROSA DRIVE
LAND O LAKES, FL. 34637 US

Title: VP
CAROLE L VAN DUSEN
21207 CALLE ROSA DRIVE
LAND O LAKES, FL. 34637 US