

**Electronic Articles of Incorporation
For**

P05000071118
FILED
May 16, 2005
Sec. Of State
thampton

ALL WAYS EROTIC, 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:

ALL WAYS EROTIC, INC.

Article II

The principal place of business address:

5340 CENTRAL AVENUE
ST. PETERSBURG, FL. 33707

The mailing address of the corporation is:

5340 CENTRAL AVENUE
ST. PETERSBURG, FL. 33707

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:

100

Article V

The name and Florida street address of the registered agent is:

ANTHONY J COMPARETTO ESQ.
5340 CENTRAL AVENUE
ST. PETERSBURG, FL. 33707

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

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Registered Agent Signature: ANTHONY J. COMPARETTO

Article VI

The name and address of the incorporator is:

JULIA GRAY
5340 CENTRAL AVENUE

ST. PETERSBURG, FL 33707

Incorporator Signature: JULIA GRAY