

**Electronic Articles of Incorporation
For**

WORTH VENTURES, INC.

P05000089857
FILED
June 23, 2005
Sec. Of State
jshivers

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:

WORTH VENTURES, INC.

Article II

The principal place of business address:

3750 WAKE AVENUE
SARASOTA, FL. 34240

The mailing address of the corporation is:

3750 WAKE AVENUE
SARASOTA, FL. 34240

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:

1,000,000

Article V

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

GARY L WORTH
3750 WAKE AVENUE
SARASOTA, FL. 34240

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

Registered Agent Signature: GARY L. WORTH

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Article VI

The name and address of the incorporator is:

SUSAN R. WORTH
3750 WAKE AVENUE

SARASOTA, FL 34240

Incorporator Signature: SUSAN R. WORTH

Article VII

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

Title: P
SUSAN R WORTH
3750 WAKE AVENUE
SARASOTA, FL. 34240

Title: VP
GARY L WORTH
3750 WAKE AVENUE
SARASOTA, FL. 34240

Article VIII

The effective date for this corporation shall be:

06/22/2005