

**Electronic Articles of Incorporation
For**

P05000139640
FILED
October 12, 2005
Sec. Of State
thampton

3 IN 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:

3 IN INC.

Article II

The principal place of business address:

3045 SPRINGFIELD LANE
LAKE WORTH, FL. US 33461

The mailing address of the corporation is:

3045 SPRINGFIELD LANE
LAKE WORTH, FL. US 33461

Article III

The purpose for which this corporation is organized is:

INTERNET DISTRIBUTION OF ADULT SEXUAL EDUCATION TECHNIQUE
VIDEOS, LINGERIE, JEWELRY AND VARIOUS ADULT TOP QUALITY
PRODUCTS.

Article IV

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

400

Article V

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

MANUEL I ALVAREZ
3045 SPRINGFIELD LANE
LAKE WORTH, FL. 33461

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

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Registered Agent Signature: MANUEL I. ALVAREZ

Article VI

The name and address of the incorporator is:

CHARLES P. TOAL JR
191 PLEASANTWOOD DRIVE
WELLINGTON, FL. 33414

Incorporator Signature: CHARLES P. TOAL JR

Article VII

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

Title: P
WILLIAM R SPENGLER
627 ASPEN RD.
WEST PALM BEACH, FL. 33409 US

Title: VP
CHARLES P TOAL JR
191 PLEASANTWOOD DRIVE
WELLINGTON, FL. 33414 US

Title: TREA
MANUAL I ALVAREZ
3045 SPRINGFIELD LANE
WEST PALM BEACH, FL. 33461 US

Title: SEC
BILLY J HOLLINGSWORTH III
805 NORTH MESQUITE
HICO, TX. 76457 US

Article VIII

The effective date for this corporation shall be:

10/11/2005