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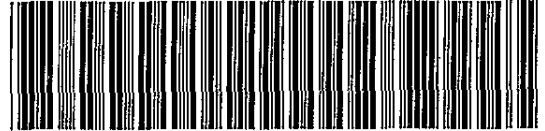
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FEINBERG & MAIDENBAUM
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** ALSO ADMITTED TO PRACTICE
IN NEW YORK

ΦBoard Certified Real Estate Lawyer
Please Reply to Hollywood

January 3, 2006

VIA FEDERAL EXPRESS
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

Re: New Age Erotica, Inc.


Dear Sir/Madam:

Enclosed please find the following documentation in connection with the above-referenced corporation:

1. Affidavit of Sharon Kirk granting the use of the name New Age Erotica, Inc.;
2. Articles of Incorporation for New Age Erotica, Inc.; and
3. Our client's check in the amount of \$78.75, which represents payment for the corporate filing in the amount of \$70.00 and \$8.75 for a certificate of status.
Please return the certificate of status in the envelope provided.

Should you have any questions in regard to this matter, please do not hesitate to contact me.

Very truly yours,


LISA ROADFUSS
For the Firm

/lr
Enclosures

AFFIDAVIT

STATE OF FLORIDA

COUNTY OF BROWARD

Before the undersigned, an officer duly commissioned by the Laws of the State of Florida, on this 27th day of December, 2005, personally appeared SHARON KIRK, who having been first duly sworn deposes and says:

1. That Affiant does not intend to reinstate the Florida corporation named NEW AGE EROTICA, INC. which was administratively dissolved for annual report on September 16, 2005.

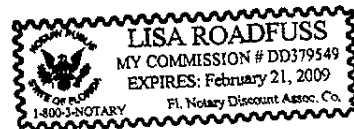
2. That Affiant is giving this Affidavit for the purpose of granting the use of the name NEW AGE EROTICA, INC. under a new corporate filing of event date herewith.


SHARON KIRK

SWORN TO AND SUBSCRIBED BEFORE ME, this 27th day of December, 2005.


Notary Public

My Commission Expires:



ARTICLES OF INCORPORATION

-of-

NEW AGE EROTICA, INC.

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ARTICLE I - Name

The name of this corporation is NEW AGE EROTICA, INC.

ARTICLE II - Duration

This corporation shall exist in perpetuity.

ARTICLE III - Purpose

This corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and Florida.

ARTICLE IV - Capital Stock

This corporation is authorized to issue 1,000 shares of \$1.00 par value common stock, which shall be designated "Common Shares".

ARTICLE V - Initial Registered Office and Agent

The street address of the initial registered office of this corporation is 4000 Hollywood Blvd., Suite 350-N, Hollywood, Florida 33021 and the name of the initial registered agent of this corporation at that address is: Jeffrey Feinberg.

ARTICLE VI - Principal Place of Business

The principal place of business of this corporation shall be:

1370 North Drive
North Miami Beach, FL 33179

Jeffrey Feinberg, Esquire
FBN# 275700
4000 Hollywood Blvd., Suite 350-N
Hollywood, FL 33021

ARTICLE VII - Initial Board of Directors

This corporation shall have one (1) 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 (1). The name and address of the initial director of this corporation is:

Sharon Kirk
1370 North Drive
North Miami Beach, FL 33179

ARTICLE VIII - Incorporator

The name and address of the person signing these articles is: Jeffrey Feinberg, Esquire, 4000 Hollywood Blvd., Suite 350-N, Hollywood, Florida 33021.

ARTICLE IX - By-Laws

The power to adopt, alter, amend or repeal By-laws be vested in the Board of Directors.

ARTICLE X - Powers

This corporation shall have all of the corporate powers enumerated in the Florida General Corporation Act.

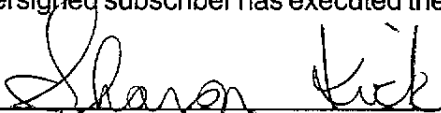
ARTICLE XI - Indemnification

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

ARTICLE XII - Amendment

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 28th day of December, 2005.


SHARON KIRK

STATE OF FLORIDA)

COUNTY OF BROWARD)

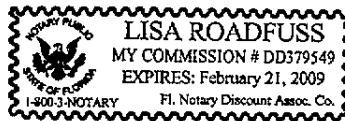
BEFORE ME, the undersigned authority, personally appeared Sharon Kirk to me well known and known to me to be the individual described in and who executed the foregoing instrument as subscriber thereto.

WITNESS my hand and official seal this 27th day of December, 2005.



NOTARY PUBLIC

My Commission Expires:



DESIGNATION OF REGISTERED AGENT

(ATTACHED TO ARTICLES OF INCORPORATION AND MADE A PART THEREOF)

Pursuant to Chapter 48.091 and 607.034, Florida Statutes, the following is submitted in compliance with said Acts and made a part of the Articles of Incorporation of said corporation, to which this document is attached:

THAT, The name of this corporation is NEW AGE EROTICA, INC., desiring to organize under the laws of the State of Florida, with its registered office as indicated in the Articles of Incorporation, in the City of Hollywood, County of Broward, State of Florida, has named Jeffrey Feinberg, Esquire, located at 4000 Hollywood Blvd., Suite 350-N, Hollywood, County of Broward, State of Florida, as its Registered Agent to accept service of process within this State.



Jeffrey Feinberg
Registered Agent

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