

**Electronic Articles of Incorporation
For**

P06000156064
FILED
December 22, 2006
Sec. Of State
tburch

WINNING WOMEN USA, 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:

WINNING WOMEN USA, INC.

Article II

The principal place of business address:

2065 HWY A1A
UNIT 1202
INDIAN HARBOUR BEACH, FL. 32937

The mailing address of the corporation is:

2065 HWY A1A
UNIT 1202
INDIAN HARBOUR BEACH, FL. 32937

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:

100,000

Article V

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

KELLY P PALACE
2065 HWY A1A
UNIT 1202
INDIAN HARBOUR BEACH, FL. 32937

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

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Registered Agent Signature: KELLY PALACE

Article VI

The name and address of the incorporator is:

KELLY PALACE
2065 HWY A1A
UNIT 1202
INDIAN HARBOUR BEACH, FL 32937

Incorporator Signature: KELLY P. PALACE

Article VII

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

Title: P
KELLY P PALACE
2065 HWY. A1A, UNIT 1202
INDIAN HARBOUR BEACH, FL. 32937

Title: VP
MARK S PALACE
2065 HWY. A1A, UNIT 1202
INDIAN HARBOUR BEACH, FL. 32937