

**Electronic Articles of Incorporation
For**

P07000009954
FILED
January 22, 2007
Sec. Of State
jshivers

PROLOOK TECHNOLOGIES, 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:

PROLOOK TECHNOLOGIES, INC.

Article II

The principal place of business address:

3900 N. OCEAN DRIVE
3B
LAUDERDALE BY THE SEA, FL. US 33308

The mailing address of the corporation is:

3900 N. OCEAN DRIVE
3B
LAUDERDALE BY THE SEA, FL. US 33308

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:

200,000,000 COMMON STOCK AT0.001PARVALUE

Article V

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

KATHLEEN A ROBERTON
3900 N. OCEAN DRIVE
3B
LAUDERDALE BY THE SEA, FL. 33308

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

P07000009954
FILED
January 22, 2007
Sec. Of State
jshivers

Registered Agent Signature: KATHLEEN A. ROBERTON

Article VI

The name and address of the incorporator is:

MARIANELA LEON
4001 WEST HENRY AVENUE
SUITE 306
TAMPA, FLORIDA 33614

Incorporator Signature: MARIANELLA LEON

Article VII

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

Title: PRES
KATHLEEN A ROBERTON
3900 N. OCEAN DRIVE 3B
LAUDERDALE BY THE SEA, FL. 33308 US

Title: SEC.
KATHLEEN A ROBERTON
3900 N. OCEAN DRIVE 3B
LAUDERDALE BY THE SEA, FL. 33308 US

Title: TREA
KATHLEEN A ROBERTON
3900 N. OCEAN DRIVE 3B
LAUDERDALE BY THE SEA, FL. 33308 US

Title: DIR.
KATHLEEN A ROBERTON
3900 N. OCEAN DRIVE 3B
LAUDERDALE BY THE SEA, FL. 33308 US