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DIVISION OF CORPORATIONS
07 OCT 16 PM 3:01

MD 10/24

September 27, 2007

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

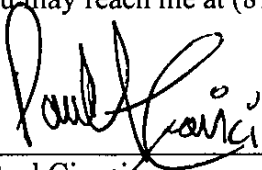
To Whom It May Concern:

Please find enclosed the original and two (2) copies of the Articles of Incorporation for Centerfold Modeling, Corp. along with a check in the amount of eighty-seven dollars and fifty cents (87.50). Upon filing, please return a certified copy of the Articles of Incorporation and Certificate of Status to the following address:

Paul Ciani
850 Dunbar Avenue
Oldsmar, Florida 34677

If you have any questions or comments, you may reach me at (813) 814-1505.

With kindest regards,



Paul Ciani



FLORIDA DEPARTMENT OF STATE
Division of Corporations

October 1, 2007

PAUL CIANCI
850 DUNBAR AVENUE
OLDSMAR, FL 34677

SUBJECT: CENTERFOLD MODELING, CORP.
Ref. Number: W07000048448

We have received your document for CENTERFOLD MODELING, CORP.. However, upon receipt of your document no check was enclosed. Please send a check or money order payable to the Department of State for \$87.50. Your document will be retained in our pending file.

If you have any further questions concerning your document, please call (850) 245-6921.

Maryanne Dickey
Document Specialist Supervisor
New Filing Section

Letter Number: 907A00057252

October 12, 2007

• Department of State
• Division of Corporations
• P.O. Box 6327
Tallahassee, Florida 32314

To Whom It May Concern:

Please find enclosed the check omitted from our earlier mailing. We apologize for any inconvenience this may have caused.

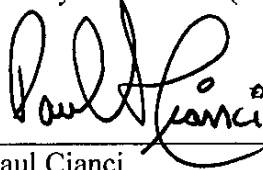
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Paul Ciani
850 Dunbar Avenue
Oldsmar, Florida 34677

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If you have any questions or comments, you may reach me at (813) 814-1505.

With kindest regards,



Paul Ciani

ARTICLES OF INCORPORATION
OF
CENTERFOLD MODELING, CORP.

The undersigned Subscribers hereby makes, subscribes, acknowledges and files with the Secretary of State for the State of Florida these Articles of Incorporation, for the purpose of forming a corporation for profit, in accordance with Chapter 607 of the Florida Statutes and the Florida Business Corporations Act of the State of Florida.

ARTICLE I

NAME OF CORPORATION

The name of the Corporation shall be Centerfold Modeling, Corp.

ARTICLE II

PRINCIPAL PLACE OF BUSINESS

The principal place of business and mailing address of the Corporation shall be:

850 Dunbar Avenue
Oldsmar, Florida 34677

ARTICLE III

PURPOSE

The general purpose of this Corporation is to publish material dealing with all aspects of modeling and to promote proper and safe methods of modeling. It shall further be the purpose of this Corporation to transact any lawful business and to have and exercise all of the powers conferred by the laws of the State of Florida upon corporations formed under the laws of the State of Florida and the Florida Business Corporations Act.

ARTICLE IV

STOCK SHARES

The maximum number of shares of stock that this Corporation is authorized to have outstanding at any given time is 30,000 shares having an initial par value of \$0.01 per share. Said stock shall be payable in cash, property, labor or services at a just and fair valuation to be fixed by the Board of Directors at a meeting for that purpose.

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ARTICLE V

BOARD OF DIRECTORS

The Board of Directors shall number at least two (2). The number of Directors may be diminished or increased from time to time pursuant to the By-Laws adopted by the Shareholders, but shall never be less than one (1). The initial Board of Directors shall be:

Paul Allen Ciani
Chairmen of the Board
P.O. Box 492
Palm Harbor, Florida 34682

Charles A. Stebbins
850 Dunbar Avenue
Oldsmar, Florida 34677

Sadie-Sha T. Turner
850 Dunbar Avenue
Oldsmar, Florida 34677

At the initial meeting of the Board of Directors, the following corporate officers shall be elected:
Chief Operating Officer
President
Secretary/Treasurer

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ARTICLE VI

**REGISTERED AGENT, REGISTERED OFFICE & REGISTERED AGENT'S
SIGNATURE**

The name and Florida street address of the Registered Agent are as follows:

Paul A. Ciani
850 Dunbar Avenue
Oldsmar, Florida 34677

Having been named as Registered Agent and to accept service of process for the above stated Corporation at the place designated by this certificate, I hereby accept the appointment as Registered Agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I hereby state I am familiar with and accept the obligations of my position as Registered Agent as provided for in the Florida Statutes and the Florida Business Corporations Act.

Signed this the 27 day of September, 2007.


Paul A. Ciani

ARTICLE VII
INCORPORATORS

The name and address of the incorporators of this Corporation are:

Paul Allen Ciani
P.O. Box 492
Palm Harbor, Florida 34682

Charles A. Stebbins
850 Dunbar Avenue
Oldsmar, Florida 34677


Sadie-Sha T. Turner
850 Dunbar Avenue
Oldsmar, Florida 34677

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ARTICLE VIII
DURATION

The Corporation shall commence its existence five (5) business days prior to the date of filing these Articles of Incorporation with the Office of the Secretary of State for the State of Florida and said Corporation shall continue to exist perpetually thereafter unless and until the Corporation is dissolved under the laws of the State of Florida.

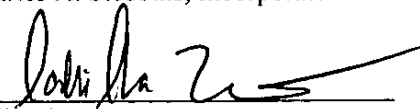
Signed and submitted this the 27 day of September, 2007.



Paul Allen Ciani, Incorporator



Charles A. Stebbins, Incorporator



Sadie-Sha T. Turner, Incorporator