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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FLORIDA PROFIT/NON PROFIT CORPORATION

Debbie Katz Online, Inc.

Certificate of Status	0
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Fax Audit # (((H07000295944 3)))

**ARTICLES OF INCORPORATION
OF
DEBBIE KATZ ONLINE, INC.**

The undersigned, being a natural person competent to contract, does make, subscribe and file these Articles of Incorporation for the purpose of organizing a corporation under the laws of the State of Florida.

**ARTICLE I
NAME**

The name of the Corporation is **Debbie Katz Online, Inc.**

**ARTICLE II
DURATION**

The term of existence of the Corporation is perpetual.

**ARTICLE III
PURPOSE**

The Corporation may transact any and all lawful business for which corporations may be organized under the Florida Business Corporation Act.

**ARTICLE IV
PRINCIPAL OFFICE AND MAILING ADDRESS**

The principal office and mailing address of the Corporation is 7101 N. Miami Avenue, Suite #3, Miami, FL 33150.

**ARTICLE V
CAPITAL STOCK**

The maximum number of shares that this Corporation shall be authorized to issue and have outstanding at any one time shall be Five Hundred (500) shares of common stock, par value \$.0001 per share.

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**ARTICLE VI
REGISTERED OFFICE AND AGENT**

The street address of the Corporation's registered office is 800 West Miami Avenue, PH 17, Miami Beach, FL 33139. The name of the Corporation's registered agent at that office is Debora Katz.

**ARTICLE VII
INITIAL DIRECTORS**

This Corporation shall have one (1) Director initially. Provided that the corporation has at least one director, the number of directors may at any time be increased or decreased to a maximum of three (3) as provided in the bylaws.

**ARTICLE VIII
INITIAL DIRECTORS**

The name and address of the initial Director of this Corporation is Debora Katz, 800 West Avenue, PH 17, Miami Beach, FL 33139.

**ARTICLE VIII
INCORPORATOR**

The name and address of the person signing these Articles of Incorporation as the Incorporator is Debora Katz, 800 West Avenue, PH 17, Miami Beach, FL 33139.

**ARTICLE IX
AFFILIATED TRANSACTIONS**

The Corporation expressly elects not to be governed by Section 607.0901 of the Florida Business Corporation Act, as amended from time to time, relating to affiliated transactions.

**ARTICLE X
CONTROL SHARE ACQUISITIONS**

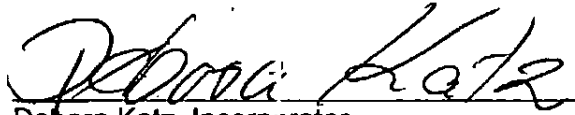
The Corporation expressly elects not to be governed by Section 607.0902 of the Florida Business Corporation Act, as amended from time to time, relating to control share acquisitions.

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**ARTICLE XI
INDEMNIFICATION**

The Corporation shall indemnify any present or former officer or director, or person exercising powers and duties of an officer or a director, to the full extent now or hereafter permitted by law.

IN WITNESS WHEREOF, the undersigned Incorporator has executed the foregoing Articles of Incorporation on this 4th day of December, 2007.

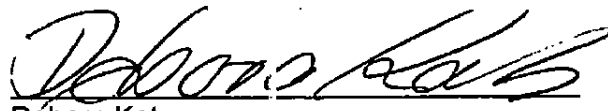

Debora Katz, Incorporator

**CERTIFICATE OF ACCEPTANCE BY
REGISTERED AGENT**

Pursuant to the provisions of Section 607.0501 of the Florida Business Corporation Act, the undersigned submits the following statement in accepting the designation as registered agent and registered office of **Debbie Katz Online, Inc.**, a Florida corporation (the "Corporation"), in the Corporation's Articles of Incorporation:

Having been named as registered agent and to accept service of process for the Corporation at the registered office designated in the Corporation's Amended and Restated Articles of Incorporation, the undersigned accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of its duties, and the undersigned is familiar with and accepts the obligations of its position as registered agent.

IN WITNESS WHEREOF, the undersigned has executed this Certificate this 4th day of December, 2007.


Debora Katz
Registered Agent