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No. 7664 P. 1

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To:

Division of Corporations

Fax Number : (850) 617-6381

14573

From:

Account Name : WILLIAMS SCHIFINO ANGIONE & STEADY, P.A.

Account Number : I20000000216

Phone : (813) 221-2626

Fax Number : (813) 221-7335

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FLORIDA PROFIT/NON PROFIT CORPORATION

No. 23 Model Management, Inc.

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J. Shivers JUN 30 2009

ARTICLES OF INCORPORATION
OF
NO. 23 MODEL MANAGEMENT, INC.

The undersigned incorporator hereby executes these Articles of Incorporation for the purpose of forming a corporation for profit in accordance with the laws of the State of Florida.

ARTICLE I

Name

The name of this corporation shall be:

NO. 23 MODEL MANAGEMENT, INC.

ARTICLE II

Principal Office and Mailing Address

The address of the principal office and the mailing address of this corporation shall be:

2211 E 7th Ave.
Tampa, Florida 33605

ARTICLE III

Business and Purposes

The general purpose for which this corporation is organized is the transaction of any and all lawful business for which corporations may be incorporated under the Florida Business Corporation Act, and any amendments thereto (the "Act"), and in connection therewith, this corporation shall have and may exercise any and all powers conferred from time to time by law upon corporations formed under such Act.

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ARTICLE IV

Capital Stock

The aggregate number of shares of capital stock authorized to be issued by this corporation shall be 1,000 shares of common stock with a par value of \$.001 per share. Each share of said stock shall entitle the holder thereof to one (1) vote at every annual or special meeting of the shareholders of this corporation. The consideration for the issuance of said shares of capital stock may be paid, in whole or in part, in cash, in promissory notes, in other property (tangible or intangible), in labor or services actually performed for this corporation, in promises to perform services in the future evidenced by a written contract, or in other benefits to this corporation at a fair valuation to be fixed by the Board of Directors. When issued, all shares of stock shall be fully paid and nonassessable.

ARTICLE V

Registered Office and Registered Agent

The initial registered office of this corporation shall be located at Williams Schifino Mangione & Steady P.A., One Tampa City Center, Suite 3200, Tampa, Florida 33602, and the initial registered agent of this corporation at such office shall be Williams Schifino Mangione & Steady P.A. c/o Jacqueline M. Bell, Esq. This corporation shall have the right to change such registered office and such registered agent from time to time, as provided by law.

ARTICLE VI

Board of Directors

The Board of Directors of this corporation shall consist of not less than one (1), the exact number of directors to be fixed from time to time by the shareholders or the by-laws. The business and affairs of this corporation shall be managed by the Board of Directors, which may exercise all such powers of this corporation and do all such lawful acts and things as are not by law directed or required to be exercised or done only by the shareholders. A quorum for the transaction of

business at meetings of the directors shall be a majority of the number of directors determined from time to time to comprise the Board of Directors, and the act of a majority of the directors present at a meeting at which a quorum is present shall be the act of the Board of Directors. Subject to the by-laws of this corporation, meetings of the directors may be held within or without the State of Florida. Directors need not be shareholders. The shareholders of this corporation may remove any director from office at any time with or without cause. The name and address of the initial directors of the Corporation, each of whom shall serve until the first annual meeting of shareholders or until his respective successor is duly elected and qualified, shall be:

Name
Steve Benzrihem

Address
2211 E 7th Ave.
Tampa, Florida 33605

ARTICLE VII

Incorporator

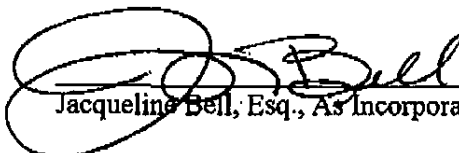
The name and street address of the incorporator making these Articles of Incorporation is:

Name
Jacqueline Bell, Esq.

Address
Williams Schifino Mangione & Steady P.A.
One Tampa City Center
Suite 3200
Tampa, Florida 33602

IN WITNESS WHEREOF, the undersigned has executed these Articles for the uses and purposes therein stated.

Dated this 26th day of June, 2009.


Jacqueline Bell, Esq., As Incorporator

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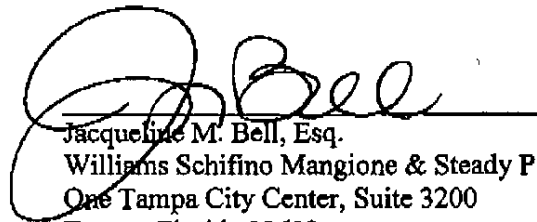
ACCEPTANCE OF SERVICE AS REGISTERED AGENT

FOR

NO. 23 MODEL MANAGEMENT, INC.

The undersigned, Jacqueline M. Bell, on behalf of Williams Schifino Mangione & Steady P.A., having been named as registered agent to accept service of process for the above-named corporation, at the registered office designated in the Articles of Incorporation of said corporation, hereby agrees and consents to act in that capacity. The undersigned is familiar with and accepts the duties and obligations of Section 607.0505 of the Florida Statutes.

DATED this 26th day of June, 2009.


Jacqueline M. Bell, Esq.
Williams Schifino Mangione & Steady P.A.
One Tampa City Center, Suite 3200
Tampa, Florida 33602

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