

**Electronic Articles of Incorporation
For**

P10000093104
FILED
November 15, 2010
Sec. Of State
tburch

BOYD'S BABES, 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:

BOYD'S BABES, INC.

Article II

The principal place of business address:

3000 ISLAND BLVD
2504
AVENTURA, FL. US 33160

The mailing address of the corporation is:

3000 ISLAND BLVD
2504
AVENTURA, FL. US 33160

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

Article V

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

SUZANNE BEZAHLER
3000 ISLAND BLVD
2504
AVENTURA, FL. 33160

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

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Registered Agent Signature: SUZANNE BEZAHLER

Article VI

The name and address of the incorporator is:

ROBERT MCCLERNON
3215 NW 10TH TERRACE
205
FORT LAUDERDALE, FL. 33309

Incorporator Signature: ROBERT MCCLERNON

Article VII

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

Title: P
SUZANNE BEZAHLER
3000 ISLAND BLVD
AVENTURA, FL. 33160

Title: VP
CAROL FADER
9601 COLLINS AVENUE
BAL HARBOUR, FL. 33154

Article VIII

The effective date for this corporation shall be:

11/13/2010