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FILED
95 MAY 18 AM 9:41
TALLAHASSEE, FLORIDA

May 13, 1995

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

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-05/18/95--01103--006
****122.50 ****122.50

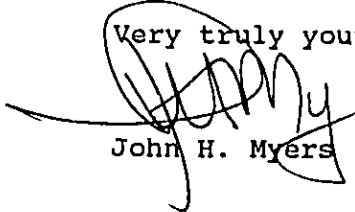
Re: SANTORA WORLDWIDE, INC.

Dear Sir/Madam:

Enclosed is the original and a copy of Articles of Incorporation for Santora Worldwide, Inc. for filing, together with my trust check in the amount of \$122.50 for the filing fee.

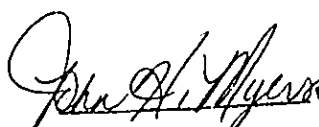
Please register the Articles and return the recorded copy to the undersigned. Thank you.

Very truly yours,


John H. Myers

JHM/mm

enc.


AUTHORIZATION BY PHONE TO
CORRECT Pin. Place of bus.
DATE 5/30/95
DOC EXAM Donna Brown

Q. BROWN MAY 22 1995

ARTICLES OF INCORPORATION

OF

SANTORA WORLDWIDE, INC.

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TALLAHASSEE, FLORIDA

BY THESE ARTICLES OF INCORPORATION, the incorporators form a corporation for profit under Florida law.

NAME

The name of this corporation is SANTORA WORLDWIDE, INC.

TERM

This corporation shall exist perpetually.

PURPOSE

The purpose of this corporation is to transact any or all lawful business for which corporations may be incorporated under Florida law.

STOCK

The corporation is authorized to issue 10,000 shares of common stock with \$1.00 par value. The stockholders may dispose of the authorized and unissued stock from time to time. No stockholder has a preemptive right to purchase unissued, or treasury stock, or securities convertible into or carry a right to subscribe to or acquire stock.

REGISTERED AGENT

The registered agent for this corporation is JOHN H. MYERS, and the registered office is located at 27 FLETCHER AVENUE, Sarasota, FL 34237. The principal place of business is the same as the registered office.

DIRECTORS

This corporation shall have no directors. The business of the

corporation shall be managed by the stockholders.

INCORPORATORS

Randall Santora, 2635 Mall Drive, Sarasota, Florida 34231.

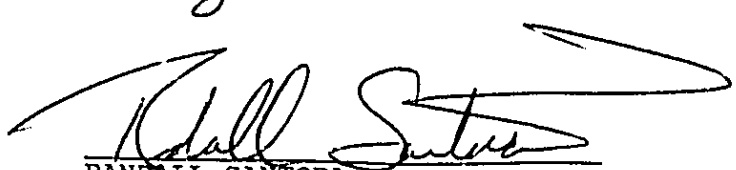
BY-LAWS

After adoption of the initial by-laws by the stockholders, by-laws may be adopted, amended or repealed by the stockholders of this corporation.

STOCK RESTRICTIONS

By agreement, stockholders and this corporation may restrict or limit the sale or transfer, or both, of stock of this corporation, restrict the right to encumber the stock and provide for the consideration to be paid for the stock after its original issuance. The by-laws shall provide for transfer on the corporate books in conformity with this agreement.

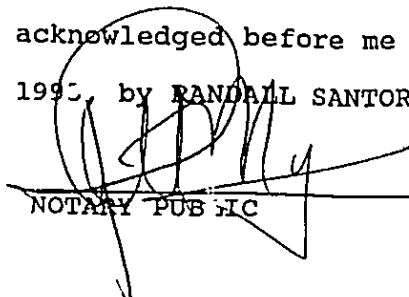
DATED on the 10 day of MAY, 1995.


RANDALL SANTORA

STATE OF FLORIDA

COUNTY OF SARASOTA

THE FOREGOING INSTRUMENT was acknowledged before me on the 10th day of MAY, 1995, by RANDALL SANTORA.


NOTARY PUBLIC

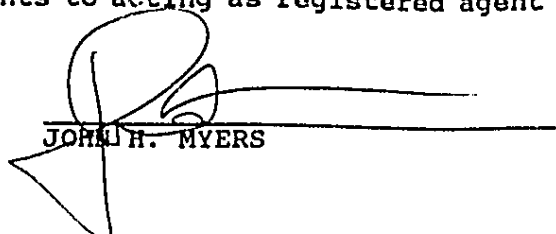
My Commission Expires



JOHN H. MYERS
MY COMMISSION # CC289285 EXPIRES
JUNE 4, 1997
BONDED THRU TRUST FIDELITY INSURANCE, INC.

CONSENT OF REGISTERED AGENT

The undersigned hereby consents to acting as registered agent for this corporation.



JOHN H. MYERS

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