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TO: DIVISION OF CORPORATIONS FROM: EMPIRE CORPORATE KIT COMPANY
DEPARTMENT OF STATE 1492 W FLAGLER ST
STATE OF FLORIDA SUITE 200
409 EAST GAINED STREET MIAMI FL 33135-
TALLAHASSEE, FL 32399 CONTACT: RAY STORMONT
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DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

NAME: RIBING WOMEN, INC.
FAX AUDIT NUMBER: H95000005040 CURRENT STATUS: REQUESTED
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Act 1-6 miss
1095 16992
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95 MAY 25 PM 4:27
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE
Sandra B. Morham
Secretary of State

May 25, 1995

EMPIRE CORPORATE KIT COMPANY

MIAMI, FL

SUBJECT: RISING WOMEN, INC.
REF: H95000010998

We received your electronically transmitted document. However, the document has not been filed and needs the following corrections:

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If you have any questions concerning the filing of your document, please call (904) 487-6934.

Loria Poole
Corporate Specialist

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Letter Number: 895A00028639

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

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**ARTICLES OF INCORPORATION
OF
RISING WOMEN, INC.**

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

95 MAY 25 PM 4:27

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The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I: NAME

The name of this Corporation shall be RISING WOMEN, INC.

ARTICLE II: PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be 9870 S.W. 159th Street, Miami, Florida 33157.

ARTICLE III: DURATION

The period of duration of this corporation shall be perpetual unless dissolved according to law. The corporate existence shall commence upon filing of these Articles with the Secretary of State.

ARTICLE IV: PURPOSE

The purpose of this corporation shall be to engage in any activities or business permitted under the laws of the United States.

ARTICLE V: CAPITAL STOCK

The number of shares of stock that this Corporation is authorized to have outstanding at any one time is Two thousand (2,000) shares having a par value of one (\$1.00) dollar per share.

ARTICLE VI: INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is Donna Gehlke at 9870 S.W. 159th Street, Miami, Florida 33157.

prepared BY: Sharon R. Rock, Esq.
255 Alhambra Circle, Suite 610
Coral Gables, Florida 33134
(305) 448-4480 / FBN. 0667684

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ARTICLE VII: INCORPORATOR

The name and street address of the Incorporator to these Articles of Incorporation is Donna Gehrke at 9870 S.W. 159th Street, Miami, Florida 33157.

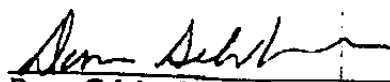
ARTICLE VIII: DIRECTORS

The initial Director of the corporation shall be: Donna Gehrke whose address is 9870 S.W. 159th Street, Miami, Florida 33157.

ARTICLE IX: INDEMNIFICATION

The Corporation shall indemnify each director and officer of the Corporation against all or any portion of any expenses reasonably incurred by him in connection with or arising out of any action, suit or proceeding in which he may be involved, by reason of his being or having been an officer or director of the Corporation (whether or not he continues to be an officer or director at the time of incurring such expenses), to the full extent permitted by and subject only to the limitations and provisions of the laws of the State of Florida and laws of the United States. This provision shall be in addition to any other rights to which those indemnified may be entitled under any By-Laws, agreements, vote of shareholders or disinterested directors or otherwise, both as to action in his official capacity and as to any person who has ceased to be a director or officer, and shall inure to the benefit of the heirs, executors and administrators of such a person.

The undersigned has executed these Articles of Incorporation this 24 day of May, 1995.


Donna Gehrke, Incorporator

STATE OF FLORIDA)
) SS:
COUNTY OF DADE)

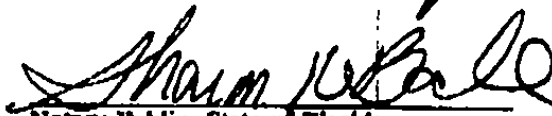
BEFORE ME, personally appeared Donna Gehrke, to me well known and known to me to be the persons described as Incorporator in the foregoing Articles

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of Incorporation and he acknowledged to and before me that he executed said
Articles of Incorporation for the purposes therein expressed.

WITNESS my hand and official seal this 29 day of December, 1994.



Notary Public, State of Florida
at Large

(PLEASE PRINT) _____

Serial Number:



OFFICIAL SEAL
SHARON R. BOCK
My Commission Expires
Nov. 4, 1996
Comm. No. CC 240937

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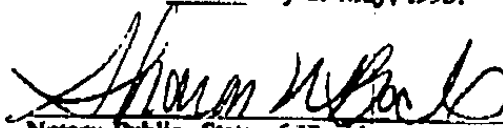
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STATE OF FLORIDA)
) SS:
COUNTY OF DADE)

BEFORE ME, personally appeared Donna Gehlke, to me well known and known to me to be the persons described as Incorporator in the foregoing Articles of Incorporation and he acknowledged to and before me that he executed said Articles of Incorporation for the purposes therein expressed.

WITNESS my hand and official seal this 24 day of May, 1995.


Notary Public, State of Florida
at Large

(PLEASE PRINT)

Serial Number:



OFFICIAL SEAL
SHARON R. BOCK
My Commission Expires
Nov. 4, 1996
Comm. No. CC 840837

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**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the state of Florida.

1. The name of the corporation is:

RISEING WOMEN, INC.

2. The name and address of the registered agent and office is:

Donna Gehrke at 9870 S.W. 159th Street, Miami, Florida 33157.

SIGNATURE

Donna Gehrke
Donna Gehrke

TITLE

Incorporator

DATE

5/24/95

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN 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 AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

SIGNATURE

Donna Gehrke
Donna Gehrke

DATE

5/24/95

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

95 MAY 25 PM 4: 27

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