

PH 130/96

**ARTICLES OF INCORPORATION
OF
PLATINUM PROMOTIONS INTERNATIONAL, INC.**

FILED
26 APR 80 PM 3:50
TALLAHASSEE, FLORIDA

The undersigned, for purposes of forming a corporation under the Florida General Corporation Act, does hereby adopt the following Articles of Incorporation.

ARTICLE I: NAME

The name of the corporation is Platinum Promotions International, Inc.

ARTICLE II: DURATION

The existence of the Corporation shall commence with the filing of these Articles.
The duration of the Corporation is perpetual.

ARTICLE III: PURPOSE

The Corporation may engage in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV: CAPITAL STOCK

The total number of shares of capital stock authorized to be issued by the corporation will be five hundred (500) shares having a par value of one dollar (\$ 1.00) per share. Each of said shares of stock will entitle the holder thereof to one (1) vote at any meeting of the stockholders.

ARTICLE V: INITIAL REGISTERED OFFICE AND AGENT

The initial registered agent of the Corporation will be Dana Schilbrack. The initial street address of the principal office of the Corporation will be 701 SW 9th Ave. Ft. Lauderdale, Fl. 33315.

The Board of Directors may, from time to time, move the principal office to any other address

ARTICLE VI: INITIAL BOARD OF DIRECTORS

The Corporation will have one (1) director initially. The number of directors may be increased or diminished from time to time by the by-laws. The name and address of the initial director is: Ms. Maritza Borges, 701 SW 9th Ave, Ft. Lauderdale, FL 33315.

ARTICLE VII: INCORPORATOR

The name and address of the incorporator of these Articles of Incorporation is: Ms. Maritza Borges, 701 SW 9th Ave, Ft. Lauderdale, FL 33315.

ARTICLE VIII: AMENDMENTS

The Corporation reserves the right to amend or repeal any provisions of these Articles of Incorporation, or any amendment(s) hereto, and any right conferred upon the shareholders is subject to this reservation.

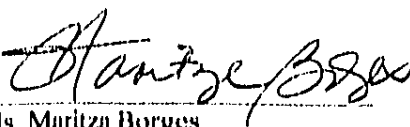
ARTICLE IX: LEGAL EXPENSES

In the event of any asserted or unasserted claims against the directors or officers in their official capacity, the Corporation shall be liable for any attorneys fees, legal costs and/or expenses involved in investigating and/or defending the same.

ARTICLE X: LIABILITY

The corporation shall indemnify its directors and officers to the fullest extent permitted by law.

IN WITNESS WHEREOF, the undersigned incorporator has executed these
Articles of Incorporation this 24 th day of April, 1996.


Ms. Maritza Borges

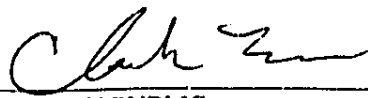
STATE OF FLORIDA

COUNTY OF DADE

BEFORE ME, the undersigned Notary Public, on the _____ day of April, 1996,
personally appeared Ms. Maritza Borges, who having produced his driver's license and
having been first duly sworn according to law, state that he is the person described in and
who executed the foregoing instrument and acknowledged before me that he executed the
same. DRIVER'S LICENSE NUMBER: B622-540-68-905-0



CLARK TRAINOR
My Commission CC530985
Expires Feb. 08, 2000


NOTARY PUBLIC

My Commission Expires:

Name: CLARK TRAINOR

Commission #: _____

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE

FOR SERVICE OF PROCESS WITH THIS STATE

NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

96 APR 20 PM 3:53

DEPT. OF STATE
TALLAHASSEE, FLORIDA

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

That Platinum Promotions International, Inc., desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation, in the city of Ft. Lauderdale, County of Broward and State of Florida has named: Dana Schilbrack, 701 SW 9th. Ave., Ft. Lauderdale, Fl. 33315, as its agent to accept service of process within this state.

ACKNOWLEDGMENT

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.

Executed this 24th day of April, 1996.


Witness


Registered Agent