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FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS
DEPARTMENT OF STATE
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TALLAHASSEE, FL 32399
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FROM: CONTINENTAL STAMP & SEAL
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((H96000011736)) DOCUMENT TYPE: FLORIDA CORPORATION OR P.A.

NAME: INTIMATE PRODUCTIONS, INC.

FAX AUDIT NUMBER: H96000011736

DATE REQUESTED: 08-22-96

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CERTIFICATE OF STATUS: 1

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[Signature]

FLORIDA DIVISION OF CORPORATIONS

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ARTICLES OF INCORPORATION OF INTIMATE PRODUCTIONS, INC.

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

ARTICLE I: INTIMATE PRODUCTIONS, INC.

The name of the corporation shall be Intimate Productions, Inc.

ARTICLE II: PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

1717 N. Bayshore Drive
Suite 321
Miami, Florida 33132

ARTICLE III: CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is One Thousand (1,000).

ARTICLE IV: INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is:

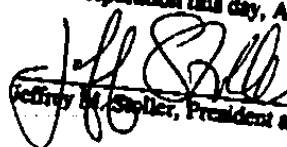
Jeffrey M. Stoller
1717 N. Bayshore Drive
Suite 321
Miami, Florida 33132

ARTICLE V: INCORPORATOR

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

Jeffrey M. Stoller
1717 N. Bayshore Drive
Suite 321
Miami, Florida 33132

The undersigned has executed these Articles of Incorporation this day, August 1, 1996.


Jeffrey M. Stoller, President and Incorporator

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CONTINENTAL STAMP & SEAL
6744 S. W. 133 STREET
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debbie hotzberg
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miami, florida 33176

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

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

1. The name of the corporation is Intimate Productions, Inc.
2. The name and address of the registered agent and office is:

Jeffrey M. Stoller
1717 N. Bayshore Drive
Suite 321
Miami, Florida 33132

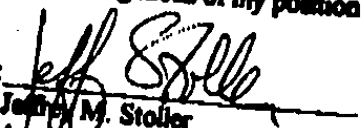
Signed: 

Jeffrey M. Stoller

Title: President

Date: August 1, 1996

Having been named as registered agent and to accept service of process for the above named 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.

Signed: 

Jeffrey M. Stoller

Date: August 1, 1996

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