Law Offices of Lovy

Strnold J. Lovy

Suite MOA + ONE DATRAN CENTER DIOD BOUTH DADELAND HOULEVARD

Miami, Plovida 33156

PROFESSIONAL ASSOCIATION

July 31, 1996

Janko a -

900001913669 -08/06/96--01079--021 ****122.50 ****122.50

FAX (308) 070 - 2838

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

8.70.30

Re: ALL WORLD INTERNATIONAL, INC.

Dear Sir or Madam:

Enclosed are Articles of Incorporation for All World International, Inc., and check in the amount of \$122.50 to cover fees for filing the Articles of Incorporation. Please return a certified copy of filed Articles to me in the enclosed envelope.

Thank you for your assistance.

Very truly, yours,

Arnold I. Levy

AIL/dm Enclosures cc: Mr. Michael Ashley FILED 25 AUS 27 AII 8: 53 ECNIVEDESTATE

W-16497 NR 8.5

2.3/b



FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

August 7, 1996

RECEIVED

AUG 1 2 1996

ARNOLD I LEVY 9100 SOUTH DADELAND BOULEVARD **SUITE 1404** MIAMI, FL 33156

ARNOLD I, LEVY P.A.

SUBJECT: ALL WORLD INTERNATIONAL, INC.

Ref. Number: W96000016497

The effective of date of receipt.

Please return your filling. We have received your document for ALL WORLD INTERNATIONAL, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The effective date is not acceptable since it is not within five working days of the

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call

Kimberly Rolfe **Document Specialist**

Letter Number: 496A00037684

ARTICLES OF INCORPORATION

EFFECTIVE DATE

OF

2 20.76 ALL WORLD INTERNATIONAL, INC.

The undersigned subscribers to these Articles of Incorporation, each a natural person competent to contract, hereby associate themselves to form a corporation under the Laws of the State of Florida.

ARTICLE I - NAME

The name of this corporation is: ALL WORLD INTERNATIONAL, INC.

ARTICLE II - ADDRESS

The street address of the initial principal office is: 9774 Richmond Circle, Boca Raton, Florida 33434.

ARTICLE III - DURATION

This corporation is to exist perpetually, commencing on the 20th day of August, 1996.

ARTICLE IV - PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE V - CAPITAL STOCK

This corporation is authorized to issue five hundred (500) shares of \$1.00 par value common stock.

ARTICLE VI - PRE-EMPTIVE STOCK

Every shareholder, upon sale for cash of any new stock of this corporation of the same kind, class or series as that which he

already holds, shall have the right to purchase his pro-rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VII - INITIAL REGISTERED OFFICE AND AGENT

The name and address of the initial registered agent of this corporation is Arnold I. Levy, Esquire, 9100 South Dadeland Boulevard, Suite 1404, One Datran Center, Miami, Florida 33156.

ARTICLE VIII - INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) Director initially. The name and address of the initial director of this corporation is MICHAEL ASHLEY, 9774 Richmond Circle, Boca Raton, Florida 33434.

ARTICLE IX - SUBSCRIBERS

The name and address of the subscriber to these Articles of Incorporation is MICHAEL ASHLEY, 9774 Richmond Circle, Boca Raton, Florida 33434.

ARTICLE X - INDEMNIFICATION

This corporation shall indemnify any officer or director or any former officer or director, to the full extent as permitted by law.

ARTICLE XI - AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in the Articles of Incorporation, or amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 24 day of July, 1996.

MICHAEL ASHLEY DECKY

STATE OF FLORIDA)

COUNTY OF OFFE)

I HEREBY CERTIFY that on this day personally appeared before me, an officer duly authorized to administer oaths and take acknowledgements, MICHAEL ASHLEY, to me well known to be the person described in and who executed the foregoing and that he acknowledged before me that he executed the same for the purposes therein expressed.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal at said County and State, this 24 day of July, 1996.

NOTARY DUBLIC STATE OF FLORIDA, at Large A EFCAREY SOAVE
NOTARY FURLIS STATE OF FLORIDA COMMISSION NO. CC 425418
MY COMMISSION EXP. DEC. 8, 1998

(Print, type or stamp commission

Print, type or stamp commissio name of Notary)

My commission expires:

Rec. 8, 1998

Personally known or produced identification _____

Type of identification produced N/A

Did ____ Did not ___ take oath

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED:

In pursuance of chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act: First, that ALL WORLD INTERNATIONAL, INC., desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation at Miami, County of Dade, State of Florida, has named Arnold I. Levy, Esquire, Suite 1404, Datran One, 9100 South Dadeland Blvd., Miami, Florida 33156, as its agent to accept Service of Process within this State.

ACKNOWLEDGMENT

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.

ARNOLD I. LEVY, ESQUIRE

7-24-96

DATE

Registered Agent

95 NUS 27 AM 8: 53 SECRETARD OF STATE