

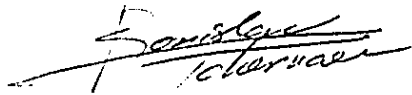
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10/31/96
Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, Florida 32314

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-11/05/96--01053--004
****122.50 ****122.50

SUBJECT: WINNING SOLUTIONS INC.

I enclose an original and one copy of the Articles of Incorporation for the above
corporation and a check in the amount of \$122.50.



From: Borislav Tchernae
5120 Pinelake Rd
Wesley Chapel, FL 33543
tel.: (813) 973-1110

FILED
96 NOV -4 AM 9:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
WINNING SOLUTIONS INC.**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Article I. Name

The name of the corporation shall be:

WINNING SOLUTIONS INC.

The address of the principle office of this corporation shall be 5120 Pinelake Rd,
Wesley Chapel, FL 33543 and the mailing address shall be the same.

Article II. Nature of Business

This corporation may engage or transact in any or all lawful activities or business
permitted under the laws of the United States, the state of Florida or any other
state, country, territory or nation.

Article III. Capital Stock

The maximum number of shares of stock that this corporation is authorized to
have at any one time is 1,000 shares of common stock having \$1.00 par value per
share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 5120
Pinelake Rd., Wesley Chapel, Florida 33543, and the name of the initial registered
agent of the corporation at that address is Borislav Tchernayev.

ARTICLE V. TERM OF EXISTANCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS.

All corporate powers shall be exercised by or under the authority of, the business, and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation.

This corporation shall have two directors initially. The names and addresses of the initial members of the Board of Directors are:

President:

Borislav Tchernaeu	5120 Pinelake Rd. Wesley Chapel, FL 33543
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Vice President:

Milena Dimitrova	5120 Pinelake Rd. Wesley Chapel, FL 33543
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ARTICLE VII. INCORPORATOR

The name and street address of the incorporator to these articles of

Incorporation:

Borislav Tchernaeu
5120 Pinelake Rd.
Wesley Chapel FL. 33543

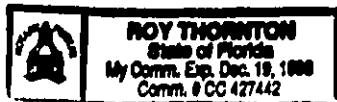
State of Florida
County of Pasco

FILED

96 NOV -4 AM 9:10

SECRET
TALLAHASSEE, FLORIDA

The forgoing instrument was acknowledged before me this 3RD day of
OCTOBER, 1996 by Borislav Tchernaeu, who is personally known to me
and who produced _____ as identification.



Roy Thornton
Notary Public, State of Florida
Print: ROY THORNTON
My Commission Expires: 12/19/98

Acceptance

I hereby accept appointment as Registered Agent of the above
named Corporation, and agree to serve as such until my successor is named by the
Directors of the Corporation, and the proper department of the State of Florida
notified thereof.

Borislav Tchernaeu

Borislav Tchernaeu
Incorporator and Registered
Agent