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FROM: EMPIRE CORPORATE KIT COMPANY

ACCT#: 072450003255

CONTACT: RAY STORMONT PHONE: (305)541-3694

FAX #: (305)541-3770

NAME: WEDZ, INC.

AUDIT NUMBER...... H96000016473

DOC TYPE......FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS...0

PAGES..... 4

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ARTICLES OF INCORPORATION

(4)

<u>OF</u>

H96000016473

WEDZ, INC.

The undersigned subscriber to these Articles of Incorporation a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be WEDZ, INC., and the address shall be: 14200 N.W. 3rd Avenue, North Miami, FL 33168.

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 outstanding at any one time is sixty (60) shares of common stock having no par value.

ARTICLE IV. ADDRESS

The street address of the initial registered Agent of the corporation is Gregg R. Dreilinger.

Rosenfeld & Stein, P.A. 18260 N. E. 19th Avenue, North Miami Beach, Florida 33162.

FILED BY:
Gregg Dreilinger, Esq.
Fla. Bar No. 0025615
18260 N.E. 19th Ave., #202
North Miami Beach, FL 33162
(305) 940-8086

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ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

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ARTICLE VI. SPECIAL PROVISION

It is the intent of the incorporator that the corporation will qualify under Section 1244 of the Internal Revenue Code and that the corporation may file as a Subchapter S corporation.

ARTICLE VII. DIRECTORS

This corporation shall initially have two (2) directors. The names and address of the initial members of the Board of Directors are:

WOOLY DORISCAR 14200 N.W. 3rd Avenue North Miaml, FL 33168

EMMANUEL ZIZI 14781 South River Drive Miami, FL 33168

ARTICLE VIII. OFFICERS

The name and address of the initial officer of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

President:

WOOLY DORISCAR 14200 N.W. 3rd Avenue

North Miami, FL 33168

Vice-President

EMMANUEL ZIZI 14781 South River Drive

Miumi, FL 33168

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ARTICLE IX. SUBSCRIBER

H96000016473

The name and uddress of the subscriber to these Articles of Incorporation QsQ 0016473 WOOLY DORISCAR, 14200 N.W. 3rd Avenue, North Miami, FL 33168

IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal this 20th day of November, 1996.

STATE OF FLORIDA

SS:

COUNTY OF DADE

The foregoing instrument was acknowledged before me this 20th day of November. 1996, by WOOLY DORISCAR.

Print name: GERTRUDE R. GROTTE

Personally Known X Or Produced Identification X

Type of Identification Dr. License # 3626-880 - 39 - 139-0

Having been named to accept service of process for the above-stated corporation, at the place designated in this Certificate, I hereby agree to act in this capacity and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

Registered Agent

Date: November 20th, 1996

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