

P96000097276

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

Subject: S & S NETWORK FOR MODELS AND SINGERS, Inc.

Enclosed please find an original copy of the articles of incorporation for the above corporation and a check in the amount of \$78.50 (Filing fee & Certificate).

From: Lewis Consulting Group Inc.
10825B NW 27th Ave.
Miami, Fl. 33167

200002013882--0
-11/26/96--01049--010
*****78.50 *****78.50

(305) 769-9333

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 NOV 25 AM 9:58

SN DEC - 3 1996.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 NOV 25 AM 9: 58

Articles of Incorporation

of

S & S NETWORK FOR MODELS AND SINGERS, INC.

Pursuant to Chapter 607 wazzu of the Florida Business Corporation Act, the undersigned incorporator submits these Articles of Incorporation for the purpose of forming a for- profit corporation:

ARTICLE I

Name

The name and address of the Corporation shall be:

S&S NETWORK FOR MODELS AND SINGERS, INC.
14765 N.E. 10 AVE., MIAMI , FL. 33161

ARTICLE II

Purpose

The purpose of this corporation is and shall be:

TO PROVIDE MANAGEMENT SERVICES FOR MODELS AND
SINGERS

ARTICLE III

Authorized Capital

The corporation is authorized to issue one class of stock, that being 1,000 (one thousand) share of \$1.00 par value, common stock, with identical rights and privileges, the transfer of which is restricted according to the bylaws of the corporation.

ARTICLE IV

Registered Agent

The name and address of this initial registered agent is:

Suzette A. Kelly 14765 NE 10th Ave. Miami, Fl. 33161

ARTICLE V

Incorporator

The name and address of the incorporator of this corporation is:

Suzette A. Kelly 14765 NE 10th Ave. Miami, Fl. 33161

ARTICLE VI

Liability of Director

No director shall be held liable the company or its shareholders for monetary damages due to a breach of fiduciary duty, unless the breach is a result of self-dealing, intentional misconduct, or illegal actions.

ARTICLE VII

Initial Board of Directors

The number of directors constituting the initial Board of Directors of the Corporation shall be One (1). The name and address of the Director who shall act until their first meeting as Directors or until successors are duly chosen and qualified are:

Suzette A. Kelly 14765 NE 10th Ave. Miami, Fl. 33161

ARTICLE VIII

Purpose

The corporation is organized for the purpose of transacting any and all lawful business for which corporations may be formed under the Florida Business Corporation Act, and all amendments and supplements thereto, or any law enacted to take the place thereof.

IN WITNESS WHEREOF, the undersigned incorporator(s) have executed these Articles of Incorporation on the date below. The undersigned incorporator hereby, under the penalty of perjury, that the statements made in the forgoing Articles of Incorporation are true, and that the incorporator is at least 18 years of age. Dated this 15th day of November 1996.

Bryan A. Kelly
Incorporator

President
Title

**Certificate of Designation
of Registered Office and Registered Agent**

Pursuant to the Florida Business Corporation Act, the undersigned corporation, organized under the laws of the State of Florida declares , submits the following statement in designating the registered office and registered agent, in the State of Florida

1. The name and address of the corporation's registered agent and registered office is

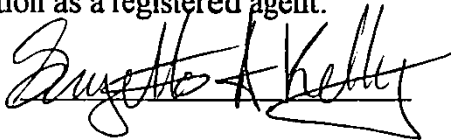
Suzette A. Kelly

14765 NE 10th Ave.
Miami, Fl. 33161

The name of the corporation is: S & S NETWORK FOR MODELS AND SINGERS, INC.

Having been named as the registered agent and to accept service of process for the above stated corporation at the place of designation 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 a registered agent.

Signature of Registered Agent:



Date of Signature:

November 07, 1998

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
NOV 25 AM 9:58