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CERTIFIED PUBLIC ACCOUNTANTS
WUNDERLICH & ASSOCIATES, P.A.

NATIONSBANK TOWER
ONE FINANCIAL PLAZA • SUITE 2110
FORT LAUDERDALE, FLORIDA 33394

(954) 463-4444
FAX (954) 462-1040

February 17, 1997

Florida Department of State
409 East Gains Street
Tallahassee, FL 32399

600002090716--2
-02/18/97--01085--004
*****122.50 *****122.50

Re.: Articles of Incorporation
Merlin's Touch, Inc.

Dear Sirs,

Enclosed please find the articles of incorporation for the above named entity for your execution.
Please also find a check in the amount of \$122.50 for said fees.

If there are any questions, please contact me at the above listed telephone number.

Sincerely,



Stacy Jackson
for the Company

FILED
97 FEB 18 AM 9:29
SEC. OF STATE
TALLAHASSEE, FLORIDA

enclosed: Two copies of the Articles of Incorporation for Merlin's Touch

/sj

ON FEB 21 1997

ARTICLES OF INCORPORATION
OF
Merlin's Touch, Inc.

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SECRET
TALLAHASSEE, FLORIDA

The undersigned persons, have associated themselves for the purpose of forming a corporation under the laws of the State of Florida, do hereby adopt the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be: Merlin's Touch, Inc.

ARTICLE II DURATION

The duration of this corporation shall be perpetually or until dissolved by due process of law.

ARTICLE III PURPOSE AND POWERS

This corporation is organized for the transaction of any and all lawful business for which corporations may be incorporated under the laws of the State of Florida, as they may amend from time to time.

ARTICLE IV PRINCIPLE OFFICE

Principle place of business shall be:
4025 S.W. 15th Street
Pompano Beach, FL 33069

Mailing address of business shall be:
4025 S.W. 15th Street
Pompano Beach, FL 33069

ARTICLE V INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is:
Jose Sanchez
4025 S.W. 15th Street
Pompano Beach, FL 33069

ARTICLE VI BOARD OF DIRECTORS

The initial Board of Directors shall consist of one person, who shall serve until their successors are qualified according to the bylaws, and whose names are:

Name	Address
Jose Sanchez	4025 S.W. 15th Street
	Pompano Beach, FL 33069

ARTICLE VII INCORPORATOR

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

Jose Sanchez
4025 S.W. 15th Street
Pompano Beach, FL 33069

ARTICLE VIII CAPITAL STOCK

The authorized capital stock of the corporation shall be 1,000 shares of one (\$1.00) dollar par value common stock, which shall be designated "Common Shares."

A) Capital stock may be issued in consideration for cash, real or personal property, services rendered, promissory notes, cancellation of debts, or any other thing of value to the corporation. The Board of Directors solely shall judge the value of the such property, services, right or thing acquitted in exchange for capital stock.

B) The Board of Directors shall have the sole authority to determine the declaration and payment of dividends.

ARTICLE IX PREEMPTIVE RIGHTS

The Corporation may provide for preemptive rights of Stockholders pursuant to provisions of its By-Laws, but no preemptive rights shall exist unless specifically approved for inclusion in the By-Laws.

ARTICLE X OTHER PROVISIONS

A) No contract or other transaction between the corporation and any other corporation shall be affected or invalidated by the fact that any one or more of the directors of the corporation is or are interested in, or is a director or officer of such other corporation.

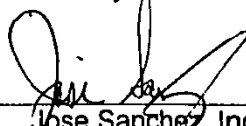
B) Upon election of the Board of Directors by the Stockholders, such as Board shall manage the business and affairs of the Corporation, without the need of further authorization from the Stockholders, except as provided by law, or otherwise herein.

C) The corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation in a manner now of hereafter prescribed by law; and all rights conferred upon Stockholders herein are granted subject to that reservation.

D) The Corporation shall indemnify all officers and directors of the corporation to the fullest extent permitted by law.

The undersigned has executed these Articles of Incorporation this

17th day of February 1997.



Jose Sanchez, Incorporator

CERTIFICATE OF DESIGNATION REGISTERED AGENT/REGISTERED OFFICE

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

1. The name of the corporation is: Merlin's Touch, Inc.
2. The name and address of the registered agent and office is:

Jose Sanchez

4025 S.W. 15th Street

Pompano Beach, FL 33069

Signature: _____

Title: President

Date: February 17, 1997

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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 obligation of my position as registered agent.

Signature: _____

Date: February 17, 1997