

AR-17-1816 FROM THE COMPANY CORP 99192701 P 01
P97000024038
((H97000004513(2)))

TO: DIVISION OF CORPORATIONS
(904)922-4001

FAX

FROM: THE COMPANY CORPORATION
076660001006

ACCT#:

CONTACT: REGINA CEPHAS
PHONE: (302)575-0440
(302)575-1346

FAX #:

NAME: LAST NERVE, INC.

AUDIT NUMBER.....H97000004513

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

CERT. OF STATUS..0

PAGES..... 3

CERT. COPIES.....0

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AUDIT NUMBER ON THE TOP AND BOTTOM OF ALL PAGES OF THE DOCUMENT

** ENTER 'M' FOR MENU. **

ENTER SELECTION AND <CR>:

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Rand
3/18/97

ARTICLES OF INCORPORATION
OF
Last Nerve, Inc.

The undersigned natural person(s), of the age of 21 or more, acting to form a corporation under the corporate laws of the state of Florida do hereby certify the following:

- FIRST: The name of the corporation shall be Last Nerve, Inc.
- SECOND: The address of the initial registered office of the corporation is 3300 N. Port Royal, Apt., 209, Ft. Lauderdale, FL 33308. The name of the agent at said address is Bernice Cobb.
- THIRD: The principal address of the corporation is 3300 N. Port Royal, Apt. 209, Ft. Lauderdale, FL 33308.
- FOURTH: The purpose for which this corporation is organized shall be to engage in any lawful act or activity for which corporations be organized under the Florida Business Corporation Act .
- FIFTH: The total authorized stock of this corporation is divided into 1,000 shares at no par value.
- SIXTH: The number of directors constituting the initial board of directors is one, and the name(s) and address(es) who will serve as director(s) until the first annual meeting of shareholders or until their successors are as follows:
- Bernice Cobb 3300 N. Port Royal, Apt 209, Ft. Lauderdale, FL 33308.
- SEVENTH: The duration of the corporation is perpetual.
- EIGHT: This is a Close Corporation.
- NINTH: The name(s) and address(es) of the person(s) who are to act as incorporator(s) are as follows:
- Wendy Snow 1313 N. Market St., Wilmington, DE 19801

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FROM THE COMPANY CORP.

TO

19049224001 P.03

49700004513

We (I), the undersigned, being all the incorporators of the corporation identified above, declare that we have examined the foregoing this 14th day of March, 1997.

Wondy Snow

State of Delaware

County of New Castle

THE FOREGOING instrument was acknowledged and sworn to before me this 14th day of March, 1997 by Wondy Snow

Susan M. Griffin
Notary Public

SUSAN M. GRIFFIN
NOTARY PUBLIC - STATE OF DELAWARE
MY COMMISSION EXPIRES OCT. 6, 2000

This document was prepared by Wondy Snow, 1313 Market Street, Wilmington, DE 19801 (302) 575-0440



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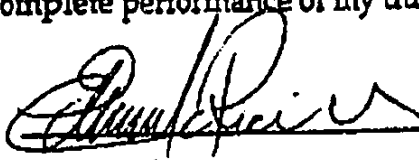
**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING
AGENT UPON PROCESS MAY BE SERVED.**

In compliance with Section 43.091, Florida Statutes, the following is submitted:

First, this Last Nerve, Inc.

desiring to organize under the laws of the State of Florida with its principal place of business located in the city of Ft. Lauderdale, State of Florida, has named Edward C. Rice located at 3300 NORTH Port Royale, Apt #209 FT. LAUDERDALE, FL 33308 as its agent for service of process within Florida.

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.


Date 3/12/97

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

97 MAR 18 11:10:13

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