

4/22/97

FLORIDA DIVISION OF CORPORATIONS
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FROM: EMPIRE CORPORATE KIT COMPANY

ACCT#: 072450003255

CONTACT: RAY STORMONT

PHONE: (305)541-3694

FAX #: (305)541-3770

NAME: TOOTH FAIRY MOBILE, INC.

AUDIT NUMBER.....H97000006496

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

CERT. OF STATUS..0

PAGES..... 5

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ARTICLES OF INCORPORATION
OF
TOOTH FAIRY MOBILE, INC.

I.
NAME

The name of the corporation shall be Tooth Fairy Mobile, Inc.

II.
DURATION

The duration of the corporation shall be perpetual.

III.
PURPOSES

The purposes for which the corporation is initially organized is the transaction of any and all lawful business for which a corporation may be incorporated under the laws of the State of Florida.

IV.
SHARES OF STOCK

The corporation shall have authority to issue one hundred (100) shares of common stock having a par value of one dollar (\$1.00).

Prepared By:

Robert M. Abramson, Esq.
Florida Bar Number: 217001
Garry J. Alhalel, P.A.
25 S.E. 2nd Avenue
Suite 1048, Ingraham Building
Miami, Florida 33131
(305) 374-8197

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V.
PRINCIPAL OFFICE

The address of the corporation's initial principal office is:

8465 S.W. 48th Street
Miami, Florida 33155

VI.

DIRECTORS

The corporation shall have one (1) director initially. The number of directors may be increased from time to time by the by-laws but shall never be less than ONE. The names and addresses of the initial directors of the corporation are:

Delia Rubio
8465 S.W. 48th Street
Miami, Florida 33155

VII.

INCORPORATORS

The name and address of the person signing these Articles of Incorporation is:

Robert M. Abramson, Esq.
25 S.E. 2nd Avenue, Suite 1045
Miami, Florida 33131

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VIII.

REGISTERED AGENT

Pursuant to the provisions of Section 48.091, Florida Statutes, the following is the designation of the Registered Agent on whom service of process may be made:

ROBERT M. ABRAMSON, ESQ.
FLORIDA BAR NO. 217001
INGRAHAM BUILDING, SUITE 1045
25 S.E. 2ND AVENUE
MIAMI, FLORIDA 33131

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 14th day of

April, 1997

Robert M. Abramson, ESQ.

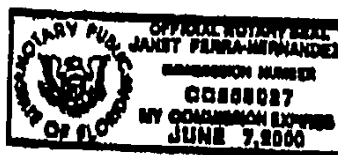
STATE OF FLORIDA
COUNTY OF DADE }

SS:

Before me the undersigned authority personally appeared, ROBERT M. ABRAMSON, ESQ., who having been duly sworn upon oath deposes and says that he/she executed the foregoing Articles of Incorporation for the uses and purposes therein expressed.

WITNESS my hand and official seal in the State and County aforesaid this 14th day of April, 1997.

Janet H. Luedemann
NOTARY PUBLIC



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ACCEPTANCE OF DESIGNATION OF REGISTERED AGENT

The undersigned hereby accepts the designation as registered agent of Tooth Fairy Mobile, Inc., as set forth in Article VIII of the Articles of Incorporation.

Dated this 14th day of April, 1997.

Robert M. Abramson, Esq.

Prepared By:

Robert M. Abramson, Esq.
Florida Bar Number: 217001
Garry J. Alhalel, P.A.
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Suite 1045, Ingraham Building
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