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FROM: ACE INDUSTRIES, INC. ACCT#: 070744001530
CONTACT: PAM FRIEDMAN
PHONE: (305)358-2571 FAX #: (305)358-7832

NAME: ONEBODYONELIFE INC.
AUDIT NUMBER.....H97000016512
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FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

October 6, 1997

ACE INDUSTRIES, INC.

,

SUBJECT: ONEBODYONELIFE INC.
REF: W97000022715

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
ONEBODYONELIFE INC.

I, execute these articles to become a corporation under the laws of the State of Florida, and under the statute of the State of Florida providing for the formation, rights, privileges, immunities and liabilities of incorporating for profit.

1. NAME AND PRINCIPAL OFFICE OF CORPORATION

The name and principal office of this corporation shall be: ONEBODYONELIFE, INC. 150 SE 25th Road, Apt.15K, Miami, Fl 33129.

2. CAPITAL STOCK

The maximum number of shares which the Corporation is authorized to issue and have outstanding at any one time is 100 Shares of Common Stock at $1.00 par value per share. All stock is to be issued as fully paid and non-assessable.

3. TERMS OF EXISTENCE

The existence of the corporation is perpetual.

4. REGISTERED OFFICE AND REGISTERED AGENT

The street address of the initial registered office of this Corporation is 150 SE 25th Road, Apt. 15K, Miami, Fl. 33129. The name and address of the initial registered agent of this Corporation is: Melissa Padberg at 150 SE 25th Road, Miami, Fl., Apt. 15K, 33129 and I agree to act in this capacity.

REGISTERED AGENT: MELISSA PADBERG

H97-16512

Prepared by:
ace! Industries, Inc.
54 Northwest 11th St.
Miami, FL 33136
(305) 358-2571

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5. DIRECTORS
The name and post office address of the initial Board of Directors is Melissa Padberg, 150 SE 25th Road Apt. 15K, Miami, FL, 33129.

6. INCORPORATOR
The name and post office address of the incorporator of the corporation is; Melissa Padberg, 150 SE 25th Road Apt. 15K, Miami, FL, 33129.

IN WITNESS WHEREOF, I have made, executed and acknowledged these Articles of Incorporation as incorporator, this 3 day of October, 1997.

Melissa Padberg, Incorporator

STATE OF FLORIDA)
COUNTY OF DADE)

The foregoing instrument was acknowledged before me this 3 day of October, 1997 by Melissa Padberg. ___ who is personally known to me OR _X_ who did produce a drivers license as identification and who did/did not take an oath.

NOTARY PUBLIC STATE OF FLORIDA AT LARGE
Print Name:
Commission No.:
Expiration Date:

OFFICIAL NOTARY SEAL
JEFFREY R ROTH
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. CC434155
MY COMMISSION EXP. SEPT 27,1998

ACE INDUSTRIES/PRINTING CORP KIT 305 358 7832 10-10-1997 10:18 P.04

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