

P98000035981

DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
P.O. BOX 6327  
TALLAHASSEE, FL 32314

100002493821--8  
-04/20/98-01076-003  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

Re: Incorporation of MONDO MODELS, INC.

Enclosed please find the original and a copy of the Articles of Incorporation and Certificate of Designation of Registered Agent/Registered Office and a check in the amount of \$70.00 representing the filing fees for the above-named proposed Florida corporation. Please return a clocked in copy of the Articles and Certificate as confirmation of filing.

Thank you for your assistance in this matter.

Sincerely,

*Michelle J.*

76/16/98  
FILED  
98 APR 20 AM 10:36  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

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**ARTICLES OF INCORPORATION**

**OF**

**MONDO MODELS, INC.**

**FILED**  
98 APR 20 AM 10:36  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

The undersigned, desiring to form a corporation under the provisions of the Laws of the State of Florida, hereby makes, adopts, subscribes and acknowledges before a Notary Public, and files with the Secretary of State of the State of Florida, the following Articles of Incorporation for such corporation:

**ARTICLE ONE**

**Name**

The name of the corporation is MONDO MODELS, INC.

**ARTICLE TWO**

**Mailing Address and Principal Office**

The mailing address and principal office of the corporation is 169 Lincoln Road, Miami Beach, Florida 33139.

**ARTICLE THREE**

**Purpose**

The corporation is organized for the purpose of transacting any or all lawful business.

**ARTICLE FOUR**

**Capitalization**

The aggregate number of shares which the corporation is authorized to issue is 1000 shares of Common Stock. Such shares shall be of a single class, and shall have a par value of \$1.00 per share.

## ARTICLE FIVE

### Pre-emptive Rights

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he or she already holds, shall have the right to purchase his or her pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

## ARTICLE SIX

### Registered Office and Agent

The street address of the initial registered office of the corporation is 169 Lincoln Road, Miami Beach, Florida 33139, and the name of its initial registered agent at that address is MICHELE FRANK. Notwithstanding the above, this corporation may move the principal office to any other address.

## ARTICLE SEVEN

### Incorporator

The name and address of the incorporator is:

MICHELE FRANK, 169 Lincoln Road, Miami Beach, Florida 33139

## ARTICLE EIGHT

### Directors

The initial board of directors of the corporation shall consist of one director and such director shall hold office for the first year of the corporation's existence, or until a successor has been duly elected and qualified, or until their earlier resignation, removal from

office or death. The number of directors may be either increased or decreased by the bylaws of the corporation but shall never be less than one. The name and address of the initial director is:

MICHELE FRANK, 169 Lincoln Road, Miami Beach, Florida 33139

## ARTICLE NINE

### Indemnification

The corporation shall indemnify any officer, director, employee or agent, or any former officer, director, employee or agent, to the full extent permitted by law.

## ARTICLE TEN

### By-laws

The shareholders of the corporation shall have the power to adopt, alter, amend or repeal the by-laws of the corporation.

## ARTICLE ELEVEN

### Amendment

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles  
of Incorporation this 2 day of April, 1998.

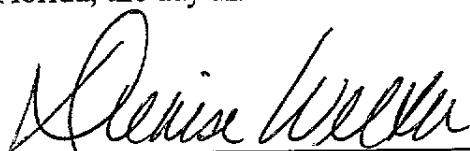
  
MICHELE FRANK

STATE OF FLORIDA  
COUNTY OF BROWARD

BEFORE ME, the undersigned authority, personally appeared, MICHELE FRANK,  
who is personally known to me or who has produced a Florida Driver's License as  
identification and who, after being by me first duly cautioned and sworn, deposes and says  
under oath that she is the party to the foregoing Articles of Incorporation and she executed  
such articles voluntarily, and that the facts therein are true.

WITNESS my hand and seal at Davie, Florida, the day and date first above set forth.

My commission expires:

  
Notary Public, State of Florida



DENISE WELTER  
My Commission CC433987  
Expires Apr 14, 1999

**CERTIFICATE OF DESIGNATION**  
**REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of sections 607.0501 or 617.0501, 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: MONDO MODELS, INC.
2. The name and address of the registered agent and office is:

MICHELE FRANK  
169 Lincoln Road  
Miami Beach, Florida 33139

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 OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

SIGNATURE \_\_\_\_\_

*Michele Frank*

DATE \_\_\_\_\_

*4/2/98*

**FILED**  
98 APR 20 AM 10:36  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA