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FL INCORPORATORS INC

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FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4001

FROM: FLORIDA INCORPORATORS, INC.
CONTACT: MARK HANKINS
PHONE: (305)350-5221

ACCT#: 075350000473

FAX #: (305)350-9148

NAME: ADULT INTERNET INCORPORATED

AUDIT NUMBER.....H98000008618

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

CERT. OF STATUS..0

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FL INCORPORATORS INC
ANEXIS

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ARTICLES OF INCORPORATION

OF

ADULT INTERNET INCORPORATED

THE UNDERSIGNED, ACTING AS INCORPORATOR OF A CORPORATION
UNDER THE FLORIDA BUSINESS CORPORATION ACT, ADOPTS THE
FOLLOWING ARTICLES OF INCORPORATION:

FIRST: The name of the corporation is ADULT
INTERNET INCORPORATED.

SECOND: The period of its duration is perpetual.

THIRD: The date and time of the commencement of the
corporate existence shall be the date of the filing of
these Articles by the Department of State.

FOURTH: The purpose or purposes for which the
corporation is organized is to engage in the transaction
of any or all lawful business for which the corporation

FLORIDA INCORPORATORS, INC.
1221 BRICKELL AVE, STE. 900
MIAMI, FL 33131
(305) 350-5221

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may be incorporated under the provisions of the Florida Business Corporation Act.

FIFTH: The aggregate number of shares which the corporation shall have authority to issue is **ONE MILLION (1,000,000) SHARES** of capital stock, \$.001 par value each.

SIXTH: The number of directors constituting the initial Board of Directors of the corporation is two (2) and the names and addresses of the persons who are to serve as directors until the first annual meeting of shareholders or until their successor(s) are elected and qualified are:

SARAH WOODWARD
3325 GRIFFIN RD. STE. 268
FT. LAUDERDALE, FL 33312

TERRY WOODWARD
3325 GRIFFIN RD. STE. 268
FT. LAUDERDALE, FL 33312

SEVENTH: The name and address of the incorporator is:

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ANEXIS

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SARAH WOODWARD
3325 GRIFFIN RD. STE. 268
FT. LAUDERDALE, FL 33312

EIGHTH: The name and address of the initial
registered agent and the initial registered office is:

SARAH WOODWARD
3325 GRIFFIN RD. STE. 268
FT. LAUDERDALE, FL 33312

NINTH: The principal office of the corporation is:

ADULT INTERNET INCORPORATED
3325 GRIFFIN RD. STE. 268
FT. LAUDERDALE, FL 33312

DATED: May 6, 1998


SARAH WOODWARD
Incorporator

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ACCEPTANCE OF REGISTERED AGENT

I hereby am familiar with and accept the duties and
responsibilities as registered agent of the corporation.


SARAH WOODWARD

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