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May 12, 1998

Department of State
Corporate Records/
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

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-05/15/98--01076--011
*****70.00 *****70.00


RE: INCORPORATION OF
NATURALLY AROUSED, INC.

Dear Secretary of State:

Enclosed find one original and a copy of the Articles of Corporation
of NATURALLY AROUSED, INC.

Also find enclosed a check made payable to the Secretary of State in
the amount of \$70.00 which includes the statutory filing fee. Your
assistance in establishing this corporation is appreciated.

Respectfully,


Gary Burwick
1655 NE 115 St., #16B
North Miami, FL 33181

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 MAY 15 AM 11:46

5/18

ARTICLE OF INCORPORATION
OF
NATURALLY AROUSED, INC.

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DIVISION OF CORPORATIONS
98 MAY 15 AM 11:46

ARTICLE ONE

The name of the corporation is **NATURALLY AROUSED, INC.** The principal address of the corporation is: 1655 NE 115 St., #16B, North Miami, Fl 33181.

ARTICLE TWO

The period of its duration is perpetual.

ARTICLE THREE

The purpose for which the corporation is organized is the transaction of any or all lawful business for which corporations may be incorporated under the Florida Corporation Act.

ARTICLE FOUR

The aggregate number of shares which the corporation shall have authority to issue is **one hundred (100)** of **no par value**.

ARTICLE FIVE

The corporation will not commence business until it has received for the issuance of shares consideration of the value of \$1,000.00 consisting of money, labor done or property actually received.

ARTICLE SIX

The street address of its initial registered office is 1655 NE 115 St., #16B, North Miami, Fl 33181, and the name of its initial registered agent at such address is **Gary Burwick**.

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

Gary Burwick



ARTICLE SEVEN

The number of directors constituting the initial board of directors is one (1), and the name and address of the person or persons who are to serve as directors until the first annual meeting of the shareholders or until their successors are elected and qualified are:

Name	Mailing Address
Gary Burwick	1655 NE 115 St., #16B North Miami, Fl 33181

ARTICLE EIGHT

The Board of Directors is empowered to make, alter or repeal the Bylaws of the corporation without restriction of their powers conferred by statue.

ARTICLE NINE

The name and address of each incorporator is:

Name	Mailing Address
Gary Burwick	1655 NE 115 St., #16B North Miami, Fl 33181

(signed)



Incorporator

ARTICLE TEN

The powers of the incorporators cease upon filing of the Articles of Incorporation.