

L. VAN STILLMAN, P.A.

ATTORNEY-AT-LAW,

301 YAMATO ROAD, SUITE 1200
BOCA RATON, FLORIDA 33431
(561) 989-8400

P98000046065
May 14, 1998

Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

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-05/20/98--01050--002
****122.50 ****122.50

RE: Wall Street Exposure & Advertising, Inc.

Dear Sir/Madam:

Enclosed, please find a check in the amount of \$122.50 for the filing of the enclosed Articles. Please forward the Certificate of Incorporation and (1) stamped copy of the Articles to:

L. Van Stillman, Esquire
301 Yamato Road, Suite 1200
Boca Raton, FL 33431

Should you have any questions, please contact the undersigned at (561) 989-8400.

Very truly yours,
LAW OFFICE OF L. VAN STILLMAN, P.A.


L. Van Stillman, Esquire

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98 MAY 20 PM 3:29
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

LVS:kni
Enclosures

QW 5-21-98

ARTICLES OF INCORPORATION

OF

WALL STREET EXPOSURE & ADVERTISING, INC.

In compliance with the requirements of F.S. Chapter 607, the undersigned, being a natural person, does hereby act as an incorporator in adopting and filing the following articles of incorporation for the purpose of organizing a business corporation.

ARTICLE I

The name of the corporation ("Corporation") is:

WALL STREET EXPOSURE & ADVERTISING, INC.

ARTICLE II

The existence of the corporation shall begin on the date of the filing of these Articles.

ARTICLE III

The street address of the principal office of the Corporation is:

202 East First Street
Suite C
Sanford, Florida 32771

ARTICLE IV

The maximum number of shares this Corporation is authorized to issue is One Hundred Thousand (100,000), one (.01) cent par, all of which shall be Common Shares. All Common Shares shall be identical with each other in every respect and the holders of Common Shares shall be entitled to one vote for each share on all matters on which shareholders have the right to vote.

ARTICLE V

The initial street address of the Corporation's registered office is :

202 East First Street
Suite C
Sanford, Florida 32771

The initial registered agent for the Corporation at that address is:

Raylen Parra

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ARTICLE VI

The initial board of directors shall consist of one member. The names and address of the persons who will serve on the initial board of directors are:

<u>Name</u>	<u>Address</u>
Raylen Parra	202 East First Street Suite C Sanford, Florida 32771

ARTICLE VII

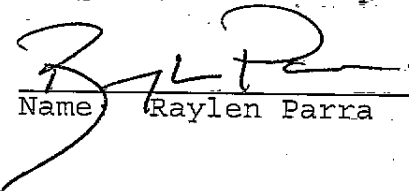
The names and street addresses of the persons signing these articles of incorporation are:

<u>Name</u>	<u>Address</u>
Raylen Parra	202 East First Street Suite C Sanford, Florida 32771

ARTICLE VIII

The corporation shall indemnify its directors, officers, employees, and agents to the fullest extent permitted by

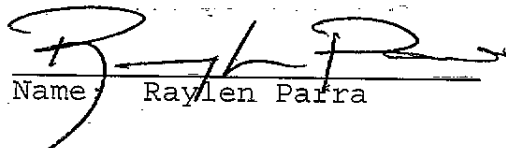
IN WITNESS WHEREOF, the undersigned incorporator has executed these articles of incorporation this 14th day of May, 1998.


Name Raylen Parra

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for WALL STREET EXPOSURE & ADVERTISING, INC. at the place designated in the articles of incorporation, the undersigned is familiar with and accepts the obligations of that position pursuant to F.S.607.0501(3).

Date: May 14, 1998


Name Raylen Parra

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