

6/10/98

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FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS FAX #: (850)922-4001
FROM: CORPORATE CREATIONS INTERNATIONAL INC. ACCT#: 110432003053
CONTACT: ~~XXXX~~ ~~XXXX~~ Gray FAX #: (305)672-9110
PHONE: (305)672-0686

NAME: KUTZ, INC.
AUDIT NUMBER.....H98000010824
DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.
CERT. OF STATUS..1 PAGES..... 4
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TALLAHASSEE, FLORIDA

F. CHESSEB JUN 10 1998

ARTICLES OF INCORPORATION

Article I. Name

The name of this Florida corporation is:
Kutz, Inc.

Article II. Address

The mailing address of the Corporation is:
Kutz, Inc.
201 Greymon Dr.
West Palm Beach FL 33405

Article III. Registered Agent

The name and address of the registered agent of the Corporation is:
Donald F. Mintmire
265 Sunrise Avenue, Suite 204
Palm Beach FL 33480

Article IV. Board of Directors

The name of each member of the Corporation's Board of Directors is:

Ronald H. Kutz

The affairs of the Corporation shall be managed by a Board of Directors consisting of no less than one director. The number of directors may be increased or decreased from time to time in accordance with the Bylaws of the Corporation. The election of directors shall be done in accordance with the Bylaws. The directors shall be protected from personal liability to the fullest extent permitted by applicable law.

Donald F. Mintmire | FL Bar Member 402435
Mintmire & Associates
265 Sunrise Avenue, Suite 204
Palm Beach FL 33480
561-832-5696

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Article V. Capital Stock

The Corporation shall have the authority to issue 5,000,000 shares of common stock, par value \$.0001 per share. In addition, the Corporation shall have the authority to issue 1,000,000 shares of preferred stock, par value \$.0001 per share, which may be divided into series and with the preferences, limitations and relative rights determined by the Board of Directors.

Article VI. Incorporator

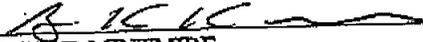
The name and address of the incorporator is:

Donald F. Mintmire
Mintmire & Associates
265 Sunrise Avenue, Suite 204
Palm Beach FL 33480

Article VII. Corporate Existence

These Articles of Incorporation shall become effective and the corporate existence will begin on June 10, 1998.

The undersigned incorporator executed these Articles of Incorporation on June 10, 1998.


DONALD F. MINTMIRE
by G.K. Kuroda as attorney-in-fact

Donald F. Mintmire | FL Bar Member 402435
Mintmire & Associates
265 Sunrise Avenue, Suite 204
Palm Beach FL 33480
561-832-5696

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MIAMI OFFICE

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**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/OFFICE**

CORPORATION:

Kutz, Inc.

REGISTERED AGENT/OFFICE:

Donald F. Mintmire
265 Sunrise Avenue, Suite 204
Palm Beach FL 33480

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I agree to act as registered agent to accept service of process for the corporation named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.


DONALD F. MINTMIRE
by G.K. Kuroda as attorney-in-fact

Date: June 10, 1998.

Donald F. Mintmire | FL Bar Member 402435
Mintmire & Associates
265 Sunrise Avenue, Suite 204
Palm Beach FL 33480
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