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June 25, 1998

Via Overnight Courier

Florida Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

EFFECTIVE DATE
6-19-98

Re: **Articles of Incorporation**
My Models Management, Inc.

700002573917--1
-06/26/98--01015--031
****122.50 ****122.50

Dear Sir or Madam:

I am enclosing the Articles of Incorporation for My Models Management, Inc. along with the requisite filing fee in the amount of \$122.50.

Please forward the certified copy to my attention in the enclosed self-addressed stamped envelope. Thank you for your prompt attention to this matter.

Sincerely yours,


Gina A. Dombosch

Enclosure

DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

98 JUN 26 PM 12:50

FILED

Debbie
AUTHORIZATION BY PHONE TO
CORRECT EFFECTIVE DATE
DATE 6-29-98
DOC. EXAM. [Signature]

EFFECTIVE DATE
6-19-98

ARTICLES OF INCORPORATION

OF

MY MODELS MANAGEMENT, INC.

I, the undersigned, being of legal age and a natural person, do hereby subscribe to and acknowledge and file the following Articles of Incorporation for the purpose of creating a corporation under the laws of the State of Florida.

FILED
98 JUN 26 PM 12:50
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

ARTICLE I

The name of this corporation shall be **My Models Management, Inc.**

ARTICLE II

This corporation may engage in any activity or business permitted under the laws of the State of Florida.

ARTICLE III

The number of shares of stock authorized by the corporation is 1,000. The shares shall have no par value. Only one class of shares of stock, common stock having full voting rights, is hereby created.

ARTICLE IV

This corporation shall commence its existence effective as of June 19 1998, and shall exist perpetually thereafter unless sooner dissolved according to law.

ARTICLE V

The principal place of business and mailing address of the corporation shall be 1717 North Bayshore Drive #3657, Miami, Florida 33132.

ARTICLE VI

The initial office of the registered agent of this corporation shall be at 1717 North Bayshore Drive, #3657, Miami, Florida 33132. The initial registered agent at that address shall be Paolo Buonfante.

**Articles of Incorporation
My Models Management, Inc.**

ARTICLE VII

This corporation shall have at least one (1) director, with the exact number to be specified by the stockholders from time to time unless the stockholders shall, by a majority vote thereafter, determine that the corporation be managed by the stockholders.

ARTICLE VIII

The names and address of the initial director of the corporation, who shall hold office for the first year or until his successor is duly elected and qualified, shall be:

Paolo Buonfante
1717 North Bayshore Drive, #3657
Miami, Florida 33132

ARTICLE IX

The name and address of the Incorporator is:

Gina A. Dombosch, Esq.
Gregory A. Martin & Associates, P.A.
100 N. Biscayne Blvd.
Suite 601
Miami, Florida 33132

ARTICLE X

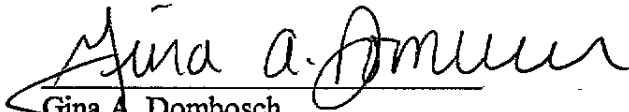
The private property of the stockholders shall not be subject to payment of the corporate debts in any event.

ARTICLE XI

This corporation shall indemnify and insure its officers and directors to the fullest extent permitted by law either now or hereafter.

Articles of Incorporation
My Models Management, Inc.

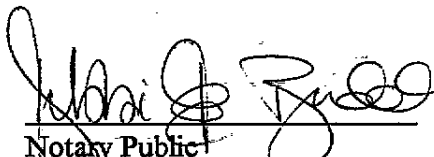
IN WITNESS WHEREOF, I, the undersigned, being the Incorporator hereinbefore named, for the purpose of forming a corporation to do business both within and without the State of Florida, under the laws of Florida, make and file these Articles of Incorporation, hereby declaring and certifying that the facts herein stated are true, and hereunto set my hand and seal this 25th day of June 1998.


Gina A. Dombosch
Incorporator

STATE OF FLORIDA)
)
COUNTY OF DADE) ss.

BEFORE ME, the undersigned authority, personally appeared Gina A. Dombosch, to me known to be the person described in and who executed the foregoing Articles of Incorporation, who, after being duly sworn under oath, acknowledged before me that he executed the same for the purpose therein expressed.

WITNESS my hand and official seal in the State and County aforesaid, this 25 day of June, 1998.


Notary Public
State of Florida

My Commission Expires:



DEBBIE GELABERT BUDDE
My Commission CC533064
Expires Feb. 15, 2000

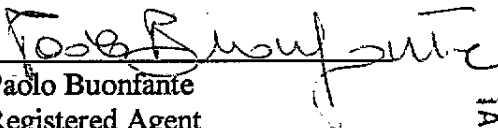
Articles of Incorporation
My Models Management, Inc.

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE
OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE
SERVED.

In compliance with the laws of the State of Florida, the following is submitted:

First, that My Models Management, Inc., desiring to organize under the laws of the State of Florida, has named Paolo Buonfante, County of Dade, State of Florida, as its statutory Registered Agent.

Having been named the statutory Registered Agent of the above corporation at 1717 North Bayshore Drive, #3657, I hereby accept the same 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.


Paolo Buonfante
Registered Agent
DATED this 3rd of June, 1998 (pb)

DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

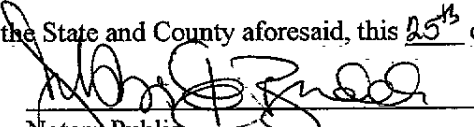
98 JUN 26 PM 12:50

FILED

STATE OF FLORIDA)
) ss
COUNTY OF DADE)

BEFORE ME, the undersigned authority, personally appeared Paolo Buonfante, to me to be the person described in and who executed the foregoing Articles of Incorporation, who, after being duly sworn under oath, acknowledged before me that he executed the same for the purpose therein expressed.

WITNESS my hand and official seal in the State and County aforesaid, this 25th day of June, 1998.


Notary Public
State of Florida

My Commission Expires:



DEBBIE GELABERT BUDDE
My Commission CC533064
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