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FLORIDA DIVISION OF CORPORATIONS

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FROM: BUSINESS WORLD TRANSACTIONS, INC..
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ACCT#:

CONTACT: GEORGE G PICARDIE

PHONE: (305) 867-8448

FAX #:

(305) 867-8200

NAME: INNOVATION 2000 BODY SHOP, CORP.

AUDIT NUMBER.....H98000013894

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

CERT. OF STATUS..0

PAGES..... 3

CERT. COPIES.....0

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ARTICLES OF INCORPORATION

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I

NAME

The name of the corporation shall be: INNOVATION 2000 BODY SHOP, CORP.

ARTICLE II

PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

8715 N.W. 117 ST. BAY 16
HIALEAH GARDENS, FL. 33016

ARTICLE III

SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is: One Thousand (1,000) shares of One Dollar (\$1.00) par value common stock, which shall be designated "COMMON SHARES."

ARTICLE IV

INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

HECTOR A. GUZMAN
8715 N.W. 117 ST. BAY 16
HIALEAH GARDENS, FL. 33016

Prepared By: HECTOR A. GUZMAN
8715 N.W. 117 ST. BAY 16
HIALEAH GARDENS, FL. 33016
305 5571888

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**ARTICLE V
INCORPORATOR(S)**

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is(are):

HECTOR A. GUZMAN

DIRECTOR

8715 N.W. 117 ST. BAY 16

& PRESIDENT

HIALEAH GARDENS, FL. 33016

JUAN A. MEDINA

DIRECTOR

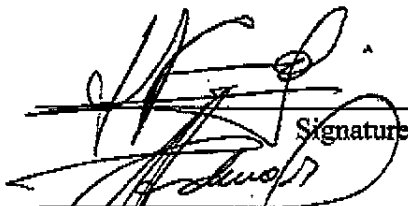
8715 N.W. 117 ST. BAY 16

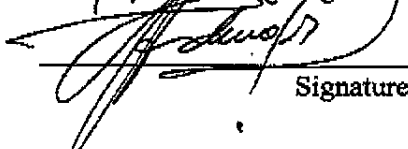
& PRESIDENT

HIALEAH GARDENS, FL. 33016

The undersigned incorporator(s) has(have) executed these Articles of Incorporation this

27 day of JULY, 1998



Signature


Signature

Signature

NOTE: Affixing an officer title after a signature of an incorporator does not constitute the designation of officers.

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**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

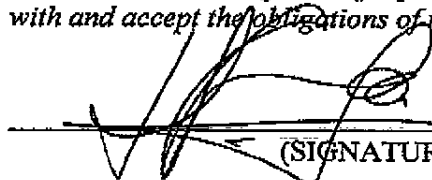
1. The name of the corporation is: INNOVATION 2000 BODY SHOP, CORP.

2. The name and address of the registered agent and office is:

HECTOR A. GUZMAN
8715 N.W. 117 ST. BAY 16
HIALEAH GARDENS, FL. 33016

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Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent 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.


(SIGNATURE)

07/27/98
(DATE)

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