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P. 1

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FLORIDA DIVISION OF CORPORATIONS

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TO: DIVISION OF CORPORATIONS

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FROM: FILINGS, INC.

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NAME: WORLDWIDE GROUP, INC. AUDIT NUMBER.....H98000016883 DOC
TYPE.....FLORIDA PROFIT CORPORATION OR P.A. CERT. OF STATUS..0
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ARTICLES OF INCORPORATION
OF

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

WORLDWIDE GROUP, INC.

ARTICLE I
NAME

The name of the corporation shall be: WORLDWIDE GROUP, INC.
The principal office is: 1031 N. MIAMI BEACH BLVD.
NORTH MIAMI BEACH, FL. 33162

ARTICLE II

DURATION

This corporation shall commence its existence on the date of filing of these Articles of Incorporation, and shall exist perpetually unless sooner dissolved according to law.

ARTICLE III
PURPOSE

It is the purpose of this corporation to engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE III
CAPITAL STOCK

This corporation is authorized to issue one hundred (100) shares of \$1.00 par value common stock.

PREPARED BY:

MARK B. SLAVIN, ESQ.
1031 N. MIAMI BEACH BOULEVARD
NORTH MIAMI BEACH, FL 33162
TEL.: (305) 947-1877
FLORIDA BAR #169602

#780000/6883

ARTICLE V
INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered agent of this corporation is 1031 North Miami Beach Boulevard, North Miami Beach, FL, 33162, and the initial registered agent of this corporation at that address is MARK B. SLAVIN, ESQ.

ARTICLE VI
INITIAL BOARD OF DIRECTORS

This corporation shall have one (2) Directors initially. The number of Directors may be increased or diminished from time to time by amendment of the By-Laws but shall never be less than one (1). The name and address of the initial Directors of this corporation and principal place of business are:

GEORGE SCHWOYER

C/O MARK B. SLAVIN, ESQ.
1031 North Miami Beach Blvd.
North Miami Beach, FL 33162

CARLOS A. MACCULLOCH

C/O MARK B. SLAVIN, ESQ.
1031 North Miami Beach Blvd.
North Miami Beach, FL 33162

ARTICLE VII
INCORPORATOR

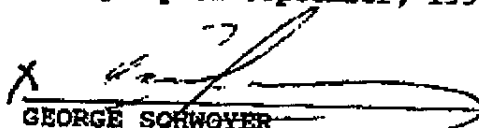
The name and address of the person signing these Articles is GEORGE SCHWOYER c/o MARK B. SLAVIN, ESQ., 1031 North Miami Beach Boulevard, North Miami Beach, FL 33162.

ARTICLE VIII
INDEMNIFICATION

The corporation shall indemnify any officer, incorporator, or

director, or any former officer, incorporator, or director, to the fullest extent permitted by law.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 8 day of September, 1998.


GEORGE SCHWOYER

STATE OF FLORIDA)
) SS:
COUNTY OF DADE)

BEFORE ME, a Notary Public authorized in the county and state set forth above, appeared GEORGE SCHWOYER, personally known to me or who has produced _____ as identification, and who, as Incorporator, executed the foregoing Articles of Incorporation of Worldwide Group, Inc. and he acknowledged that he executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the county and state last aforesaid, this 8 day of September, 1998.


NOTARY PUBLIC, State of Florida

My commission expires:

Mark B. Slavin
(print or type name of notary)

ACCEPTANCE OF REGISTERED AGENT

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN ARTICLE V OF THESE ARTICLES OF INCORPORATION, THE UNDERSIGNED HEREBY AGREES TO ACT IN THIS CAPACITY, AND FURTHER AGREES TO COMPLY WITH THE COMPLETE DISCHARGE OF HIS DUTIES.

DATED THIS 8 DAY OF September, 1998.

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Mark B. Slavin
MARK B. SLAVIN, Registered Agent

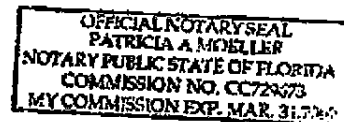
STATE OF FLORIDA)
) SS:
COUNTY OF DADE)

BEFORE ME, a Notary Public authorized in the county and state set forth above, appeared MARK B. SLAVIN, ESQ., personally known to me or who has produced _____ as identification and he executed the foregoing Acceptance of Registered Agent, and acknowledged that he executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the county and state last aforesaid, this 8 day of September, 1998.

Patricia Moeller
Notary Public - State of Florida
Patricia Moeller
(print or type name of notary)

My commission expires:



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TALLAHASSEE, FLORIDA

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