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## Florida Incorporators, Inc.

Mark S. Hankins  
President  
1221 Brickell Avenue, Suite 900  
Miami, Florida 33131

September 8, 1998

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

RE: girl2watch Inc.

Dear Corporate Specialist:

Enclosed is an original and one (1) copy of the Articles of Incorporation for the above-referenced corporation, and funds of \$122.50 representing the filing fee for same.

Please do not hesitate to contact the undersigned if there are any questions or concerns.

Sincerely,

Mark Hankins  
President

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DIVISION OF CORPORATIONS  
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Articles Of Incorporation

Of

girl2watch Inc.

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 SEP 10 AM 9:38

THE UNDERSIGNED, ACTING AS INCORPORATOR OF A CORPORATION UNDER THE FLORIDA BUSINESS CORPORATION ACT, ADOPTS THE FOLLOWING ARTICLES OF INCORPORATION:

FIRST: The name of the corporation is girl2watch Inc.

SECOND: The period of its duration is perpetual.

THIRD: The date and time of the commencement of the corporate existence shall be the date of the filing of these Articles by the Department of State.

FOURTH: The purpose or purposes for which the corporation is organized is to engage in the transaction of any or all lawful business for which the corporation may be incorporated under the provisions of the Florida Business Corporation Act.

FIFTH: The aggregate number of shares which the corporation shall have authority to issue is ONE THOUSAND (1,000) SHARES of capital stock, \$.001 par value each.

SIXTH: The number of directors constituting the initial Board of Directors of the corporation is ONE (1) and the name and address of the person who is to serve as director

until the first annual meeting of shareholders or until his successor is elected and qualified is:

Judy Foster  
2311 Morrison Ave #2  
Tampa, FL 33629

SEVENTH: The name and address of the incorporator is:

Mark Hankins  
501 Caligula Ave  
Coral Gables, FL 33146

EIGHTH: The name and address of the initial registered agent and the initial registered office is:

Florida Incorporators, Inc.  
1221 Brickell Avenue, Suite 900  
Miami, FL 33131

NINTH: The mailing address and principal office of the corporation is:

girl2watch Inc.  
2311 Morrison Ave #2  
Tampa, FL 33629

DATED: September 8, 1998


  
MARK HANKINS  
Incorporator

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ACCEPTANCE OF REGISTERED AGENT

I hereby am familiar with and accept the duties and responsibilities as registered agent of the corporation.

FLORIDA INCORPORATORS, INC.

By:   
MARK HANKINS, President