CORPORATE

WALK IN

ACCESS, INC.

SPECIAL INSTRUCTIONS_

1116-D Thomasville Road. Mount Vernon Square. Tallahassee, Florida 32303

P.O. Box 37066 (32315-7066) ~ (850) 222-2666 or (800) 969-1666. Fax (850) 222-1666

N PICK UP 9/30/98/11/00 (3)					
I	CERTIFIED COPYCUS				
	PHOTO COPY XFILING AVIICLE	5			
1.)	Resort Suncare Worldwide, Inc.				
2.)					
	(CORPORATE NAME & DOCUMENT #)				
3.)	(CORPORATE NAME & DOCUMENT #)				
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10.	ACCORDODATE NIANTE & DOCCIMENT #1	ESTA:	ж Э		

ARTICLES OF INCORPORATION

OF

Resort Suncare Worldwide, Inc.

(A FLORIDA CORPORATION)

I, the undersigned, hereby make, subscribe, acknowledge and file these Articles of Incorporation the purpose of becoming a corporation for profit under the laws of the State of Florida and do hereby certify that I have become such corporation under and pursuant to the following Articles of Incorporation:

ARTICLE I

The name of the corporation is: Resort Suncare Worldwide, Inc.

ARTICLE II

The corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE III

The maximum number of shares of stock which this corporation is authorized to have outstanding at any time is (Ten thousand shares) 10,000.

ARTICLE IV

The amount of capital with which this corporation shall begin business is the sum of \$500.00.

ARTICLE V

The corporation shall have perpetual existence.

ARTICLE VI

The initial street address of the principal office of this corporation is:

1502 S. Hiawassee Road, #87 Orlando, Florida 32835

ARTICLE VII

The number of Directors of this corporation shall be one. This number may be increased from time to time and by the by-laws adopted by the stockholders.

ARTICLE VIII

The name and address of the first Board of Directors, who, subject to the provisions of this Certificate of Incorporation, by-laws of this office for the first year of the corporation's existence or until their successors are elected and qualified, are:

NAME	STREET ADDRESS			
Anthony R. Sergio	1502 S. Hiawassee Road, # 87 Orlando, FL 32835			
ARTICLE L	x			
The name and mailing address of the incorporator is as follows:	lows:			
NAME	STREET ADDRESS			
Anthony R. Sergio	1502 S. Hiawassee Road, # 87 Orlando, FL 32835			
IN WITNESS WHEREOF: I the undersigned incorporated day of September, 1998, for the purpose of forming this of State of the State of Florida, those Articles of Incorporation	corporation under the office of the Secretary of n and certify that the facts herein stated are true.			
ARTICLE 2	Hnthony Sugio ALLAHAR A Follows:			
The name and maining address of the registered agent is as follows.				
NAME	STREET ADDRESS			
Anthony R. Sergio	Orlando, FL 32835			
	C C			

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 registered agent.

Anthony Jugio
September 28, 1998