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2499 Glades Road • Suite 308 • Boca Raton, Florida 33431

(561) 417-0880 • Fax (561) 417-0230 or (954) 227-2628

September 30, 1998

Department of State Division of Corporations P.O. Box 6327 Tallahassee, FL 32314 700002655027—-c -10/05/98--01023--017 ****122.50 *****78.75

Re: Articles of Incorporation - Wonderworks Unlimited, Inc.

Dear Madam or Sir:

In regard to the above referenced matter, please find enclosed original and one copy of the Articles of Incorporation for Wonderworks Unlimited, Inc.

I am also enclosing our check, in the amount of \$122.50, to cover costs of filing.

Please return a certified copy of the filed Articles of Incorporation, using the self-addressed, stamped envelope provided for your convenience.

Sincerely

Frank Scannavino

President

Enclosures

PILED

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ECRETARY OF STATE
ALL MHASSEE FLORIDA

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ARTICLES OF INCORPORATION OF WONDERWORKS UNLIMITED, INC.

The undersigned incorporator, for the purpose of forming a corporation under the Florida Corporation Act, hereby adopts the following Articles of Incorporation:

ARTICLE I - NAME

The name of the corporation shall be WONDERWORKS UNLIMITED, INC.

ARTICLE II – PRINCIPAL OFFICE

The principal place of business and mailing address for the corporation shall be Wonderworks Unlimited, Inc., 2499 Glades Road, Suite 308, Boca Raton, Florida 33431.

ARTICLE III - NATURE OF THE BUSINESS

This corporation may engage or transact in any of all unlawful activities permitted under the laws of the United Sates, the State of Florida or any other state, country, territory or nation.

ARTICLE IV - SHARES

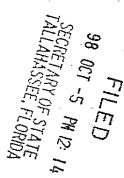
The number of shares that this corporation shall have the authority to have outstanding at any one time is 10,000 shares of common stock having \$0.01 par value per share.

ARTICLE V - REGISTERED AGENT

The street address of the initial registered agent of the corporation shall be 2499 Glades Road, Suite 308, Boca Raton, Florida 33431, and the name of the initial registered agent is Frank J. Fiore.

ARTICLE VI - TERM OF EXISTENCE

This corporation is to exist perpetually.



ARTICLE VII - DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall initially have one (1) director. The name and address of the initial member of the Board of Directors is:

Frank Scannavino

2499 Glades Road, Suite 308 Boca Raton, Florida 33431

ARTICLE VIII - BY-LAWS

The power to adopt, alter, amend, or repeal by-laws shall be vested in the shareholders.

ARTICLE IX - INITIAL ISSUANCE OF STOCK

Shares of capital stock in this corporation shall be issued initially to the following shareholder, in the amount set opposite the Shareholders name:

Frank Scannavino

5,000 shares

ARTICLE X - AMENDMENTS

The corporation reserves the right to amend and repeal any provisions contained in these Articles of Incorporation, or amendment thereto, and any rights conferred to the shareholder is subject to this reservation.

ARTICLE XI – INCORPORATOR

The name and address of the incorporator to these Articles of Incorporation is:

Frank Scannavino

2499 Glades Road, Suite 308 Boca Raton, Florida 33431 The undersigned incorporator has executed these Articles of Incorporation on September 29, 1998.

FRANK SCANNAVINO

CERTIFICATE DESIGNATING REGISTERED AGENT AND OFFICE FOR SERVICE OF PROCESS

WONDERWORKS UNLIMITED, INC., a corporation existing under the laws of the State of Florida with its principal office and mailing address at 2499 Glades Road, Suite 308, Boca Raton, Florida 33431 has named Frank J. Fiore whose address is 2499 Glades Road, Suite 308, Boca Raton, Florida 33431 as its registered agent to accept service of process within the State of Florida.

ACCEPTANCE

Having been named to accept service of process for the above named Corporation, at the place designated in this Certificate, I hereby accept the appointment as Registered Agent and agree to comply with all applicable provisions of law. In addition, I further certify that I am familiar with and accept the duties and responsibilities as Registered Agent for the Corporation.

FRANK J. FIORE