TRANSMITTAL LETTER

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

SUBJECT: MASS Unlimited Inc.

Enclosed is an original and one(1) copy of the articles of incorporation and a check for:

70.00 Filing Fee

FROM: Mary Helen Chestnut and Ralph O'neal Lindsey

345 Park Avenue

Lake Park, FL 33403

561-844-7973

\$5,257,6H,2550



FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

August 31, 1998

MARY HELEN CHESTNUT 345 PARK AVENUE LAKE PARK, FL 33403

SUBJECT: MASS UNLIMITED, INC. Ref. Number: W98000019831

We have received your document for MASS UNLIMITED, INC., however, upon receipt of your document no check was enclosed. Please send a check or money order payable to the Department of State for \$70.00.

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as Registered Agent.)

The registered agent must sign accepting the designation.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6923.

Letter Number: 698A00044699

Doris McDuffie Corporate Specialist Supervisor

FILED

98 OCT 14 AM 9: 54

ARTICLES OF INCORPORATION

SECRETARY OF STATE TALLAHASSEE. FLORIDA

- Profit Corporation-

The undersigned, desiring to form a corporation for profit, does hereby state the following:

FIRST: The name of the corporation shall be: MASS Unlimited, Inc.

SECOND: The place in the state of Florida, where it's principle office is to be located is: 345 Park Avenue

Lake Park, FL 33403

THIRD: The purpose for which this corporation is formed is to engage in any lawful act or activity. The corporation initially intends to engage in the business of:

Network Marketing

FOURTH: The corporation shall have the authority to issue one class of stock.

The classification and par value of each share shall be:

Mary Helen Chestnut 250-No par value Ralph O'neal Lindsey 250-No par value

The number of shares which the corporation is authorized to have outstanding is: 500-No par value

FIFTH: The name and post office address of each incorporator(s) signing the Articles of Incorporation are as follows:

Mary Helen Chestnut, 345 Park Ave. Lake Park, FL 33403

Ralph O'neal Lindsey, 104 Venetian Ln. Royal Palm Beach, FL 33411

SIXTH: The name and post office address of the initial registered Agent for the corporation is:

Mary Helen Chestnut, 345 Park Ave. Lake Park, FL 33403

SEVENTH: The governing Board of this corporation shall be known as it's Directors.

The Directors need not be Stockholders of corporation unless so required by the Bylaws. The Board of Directors shall be elected by the stockholders at their annual meeting, or such other time as the Bylaws may provide, and shall hold office until their successors are respectively elected and qualified.

The Bylaws shall specify the number of Directors necessary to constitute a quorum. The Board of Directors may, by resolution(s) passed by a majority of the whole board, designate one or more committees which to the extent provide in said resolution(s) or in the Bylaws shall have and may exercise all powers of the Board of Directors on the managreement of the activities and affairs of the corporation and may have power to authorice the seal of the corporation to be fixed to all papers which may require it; and such committee(s) shall have such name(s) as may be stated by the Bylaws of the corporation or as may be determined from time to time by resolution adopted by the Board of

Directors. The Board of Directors may elect such Officers as the Bylaws may specify, who shall, subject to the provisions of the statutes have such titles and exercise such duties as the Bylaws may provide. The Board of Directors is expressly authorized to make, alter, or repeal the Bylaws of this corporation or any article therein. The number of Directors may from time to time be increased or decreased in such a manner as shall be provided by the Bylaws of this corporation, providing that the number of Directors conform to the Statutes of the Corporation Law of this state.

The initial Board of Directors shall consist of two(2) in number. The name(s) and post office address of each person(s) who are to serve as Director(s) until the first annual meeting of the Stockholders, or until their successor(s) are elected and qualified are:

Mary Helen Chestnut, 345 Park Ave. Lake Park, FL 33403 Ralph O'neal Lindsey, 104 Venetian LN. Royal Palm Beach, FL 33411

EIGHTH: The private property of Shareholders, Directors, Officers, employees and/or Agents of the corporation shall be forever exempt from all corporate debts of any kind whatsoever.

NINTH: The fiscal year of the corporation shall be from August 14,1998 to August 14,1999.

TENTH: IN WITNESS THEREOF, I/WE HAVE SET MY/OUR HAND(S)

Mary Helen Chestrut

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SEGRETARY OF STATE TALLAHASSEE. FLORIDA

MASS UNLIMITED, INC

345 Park Avenue Lake Park, FL 33403

September 14, 1998

Doris McDuffie Corporate Specialist Supervisor

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

SUBJECT: MASS UNLIMITED, INC.

Ref. Number: W98000019831

I hereby am familiar with and accept the duties and responsibilities as Registered Agent.

If you have any questions concerning this document, please call (561)844-7973.

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Regards,

Mary Helen Chestnut