

10/23/98

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FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS

FAX #: (850)487-6013

FROM: EMPIRE CORPORATE KIT COMPANY
CONTACT: RAY STORMONT
PHONE: (305)541-3694

ACCT#: 072450003255

FAX #: (305)541-3770

NAME: WORKING BOYS, INC.

AUDIT NUMBER.....H98000019734

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..0

PAGES..... 5

CERT. COPIES.....1

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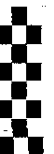
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION

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OF

98 OCT 23 AM 11: 35

WORKING BOYS, INC.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

CORPORATE NAME

The name of the Corporation shall be:

Working Boys, Inc.

ARTICLE II

NATURE OF CORPORATE BUSINESS

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

ARTICLE III

CAPITAL STOCK

This Corporation is authorized to issue a maximum of One Thousand (1,000) shares of stock. The shares of stock authorized shall be common stock having a par value of One Dollar (\$1.00) per share. The consideration to be paid for each share of stock shall be fixed by the Board of Directors.

Marc Birnbaum, Esquire
20801 Biscayne Blvd. #400
Miami, Florida 33180
Tel: (305) 931-1812
Florida Bar No.: 275034

H98000019734

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ARTICLE IV

INITIAL REGISTERED OFFICE AND AGENT AND PRINCIPAL OFFICE

The Corporation's initial Registered Agent and Registered Office in the State of Florida shall be:

Brett Abramson
650 Lincoln Road
Miami Beach, Florida 33139

The Corporation's principal office shall be:

650 Lincoln Road
Miami Beach, Florida 33139

ARTICLE V

BOARD OF DIRECTORS

The number of Directors may be altered from time to time by By-Laws adopted by the Board of Directors. However, the Corporation shall have no less than one (1) Director at any time.

ARTICLE VI

INITIAL DIRECTORS

The names and post office addresses of the first Directors of the Corporation are:

<u>NAME</u>	<u>ADDRESS</u>
Brett Abramson	650 Lincoln Road Miami Beach, Florida 33140

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ARTICLE VII

INCORPORATOR

The name and post office address of the Incorporator executing these Articles of Incorporation is as follows:

NAME

Brett Abramson

ADDRESS


650 Lincoln Road
Miami Beach, Florida 33139

ARTICLES VIII

COMMENCEMENT DATE

Corporate existence will commence upon filing.

THE UNDERSIGNED Incorporator, for the purpose of forming a corporation to do business within the State of Florida, makes and files these Articles of Incorporation, hereby declaring and certifying that the facts stated are true.


Brett Abramson (SEAL)

STATE OF FLORIDA)
COUNTY OF MIAMI-DADE) SS.

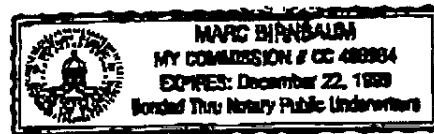
I HEREBY CERTIFY that the foregoing instrument was acknowledged before me this 23 day of October, 1998 by

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BRETT ABRAMSON who produced Fl. Drivers License as
 identification or who is personally known to me.

M. B.
 NOTARY PUBLIC



The undersigned hereby accepts the foregoing designation as
 Initial Registered Agent and agrees to comply with the provisions
 of law applicable to said DESIGNATION.

Brett Abramson
 Brett Abramson

Dated: 10/23/98

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 SECRETARIAT OF STATE
 TALLAHASSEE, FLORIDA

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