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TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4001

FROM: EMPIRE CORPORATE KIT COMPANY

ACCT#: 072450003255

CONTACT: RAY STORMONT PHONE: (305)541-3694

FAX #: (305)541-3770

NAME: INYOUR FACE MARKETING, INC.

AUDIT NUMBER...... H98000020687

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

CERT. OF STATUS...0

PAGES.....

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EMPIRE CORPORATE KIT



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ARTICLES OF INCORPORATION

OF

IN YOUR FACE MARKETING, INC.

The undersigned subscribers of these Articles of Incorporation, each a natural person competent to contract, hereby associate themselves together to form a corporation under the laws of the State of Florida.

ARTICLE !

The name of the corporation is:

IN YOUR FACE MARKETING, INC.

<u>ARTICLE II</u>

The address of the principal office of this corporation shall be: 1614
Pennsylvania Avenue, 1G, Miami Beach, Fi 33139.

ARTICLE III

The maximum number of shares that this corporation is authorized to have outstanding at any one time is 500 shares at \$1.00 par value. The consideration to be paid for each share shall be fixed by the Board of Directors.

This Instrument Prepared By: BARTLEY C. MILLER, ESQ. Florida Bar No. 788650 Herzfeld & Rubin 5310 N.W. 33rd Avenue, #102 Fort Lauderdale, Florida 33309 (954) 497-1110

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ARTICLE IV

Pursuant to 607.0501, Florida Statutes, the registered office of this corporation in the State of Florida and the Registered Agent in the State of Florida shall be Lars Peter Anderson, 2810 East Oakland Park Boulevard, Suite 300, Fort Lauderdale, Fl 33306.

ARTICLE V

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

Stephen E. Terrell, 1614 Pennsylvania Avenue, 1G, Miami Beach, Fl 33139.

STEPHEN E. TERRELL

President

STATE	OF.	FLORIDA)
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COUNTY OF BROWARD

I HEREBY CERTIFY that on this day before me, a Notary Public duly authorized in the State and County named above to take acknowledgments, personally appeared STEPHEN E. TERRELL to me known to be the persons described as the subscribers in, and who executed the foregoing Articles of Incorporation, acknowledged before me that they subscribed to those Articles of Incorporation.

WITNESS my hand and seal this 30

day o

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7-640-785-62-378-0

KITARY PUBLIC

Too. Man

Print Name

My commission expires:

JOAN MARIN

S COMMISSION # CC 649193

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SONEE JUL 23, 2001

ATLANTIC BONDING CO., INC.

H980000020137

CERTIFICATE DESIGNATING PLACE OF BUSINESS OF DOMICILE FOR THE SERVICE OF PROCESS WITHIN THE STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

In pursuance of chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

That IN YOUR FACE MARKETING, INC., desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation at the City of Fort Lauderdale, County of Broward, State of Florida, has named Lars Peter Anderson, 2810 East Oakland Park Boulevard, Suite 300, Fort Lauderdale, Fl 33306 as its Registered Agent to accept service of process within the State.

ACKNOWLEDGEMENT

Having been named to accept service of process for the above-stated corporation, at the place designated in this certificate. I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

STATE OF FLORIDA

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COUNTY OF BROWARD

I HEREBY CERTIFY that on this day personally appeared before me, the undersigned authority, LARS PETER ANDERSON, who is known to me or has produced hereby h

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal on this 30 day of Official 1998.

MARIN ACC 649193NOTARY PUBLIC COMMISSION # CC 649193NOTARY PUBLIC COMISSION # CC 649193NOTARY PUBLIC COMMISSION # CC 649193NOTARY PUBLIC C

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