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CORPORATION NAM	ME(S) & DOCUMENT NUI	MBER(S), (if known):	
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NEW FILINGS	AMENDMENTS	7 - 10 - 10 - 10 - 10 - 10 - 10 - 10 - 1	S. 1
Profit	Amendment		5
NonProfit	Resignation of R.A., Officer/Dire	ector	
Limited Liability	Change of Registered Agent		<u>-</u>
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Other	Merger		
OTHER FILINGS	REGISTRATION/		
Annual Report	QUALIFICATION		
Fictitious Name	Foreign		
Name Reservation	Limited Partnership		
<u> </u>	Reinstatement		
	Trademark Other		10

CR2E031(1/95)

Examiner's Initials

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ARTICLES OF INCORPORATION

OF

SHOW ME WHERE IT HURTS INC.

ARTICLE I - NAME

The name of this corporation is SHOW ME WHERE IT HURTS INC.

ARTICLE II - DURATION

This corporation shall exist perpetually, commencing on January 1, 1999.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 7,500 shares of no par value common stock.

ARTICLE V - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he/she already holds, shall have the right to purchase his/her pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI - INITIAL PRINCIPAL OFFICE AND RESIDENT AGENT

The principal office address of this corporation is 15322 Chisholm Trail, Eustis FL 32726, and the mailing address is the same. The principal office and registered office addresses are the same as above. The initial registered agent of this corporation at that address is James M. Patrick.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) director initially. The number of directors may be increased or decreased from time

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to time by the by-laws, but shall never be less than one (1). The name and address of the initial director of this corporation is **James M. Patrick**, 15322 Old Chisholm Trail, Eustis FL 32726.

ARTICLE VIII - INCORPORATOR

The name and address of the person signing these articles is James M. Patrick, 15322 Old Chisholm Trail, Eustis FL 32726.

ARTICLE IX - POWERS

This corporation shall have the powers as enumerated in the Florida General Corporation Act.

ARTICLE X - INDEMNIFICATION

No officer, director or stockholder shall be held personally liable when acting in official capacity on company business. The corporation shall indemnify any officer, director or stockholder, or any former officer, director or stockholder to the full extent permitted by law.

ARTICLE XI - AMENDMENTS

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 31st day of December, 1998.

INCORPORATOR

I am familiar with the duties of resident agent, and hereby accept the position as resident agent of Show Me Where It Hurts Inc.

RESIDENT AGENT

SECRETARY OF STATE DIVISION OF CORPORATIONS