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Division of Corporations

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P9900009389

Florida Department of State

Division of Corporations Public Access System Katherine Harris, Secretary of State

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To:

Division of Corporations

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Prom:

Account Name : PARCORP SERVICES, LTD.

Account Number : [119990000011 Phone : (708)974-1284 Fax Number : (708)974-1298 SECRETARY OF STATE ALLAHASSEE, FLORIDA

FLORIDA PROFIT CORPORATION OR P.Á.

PHATZ.COM INCORPORATED

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STATE OF FLORIDA SECRETARY OF STATE ARTICLES OF INCORPORATION OF ALLAHASSEE, FLORIDA PHATZ.COM INCORPORATED

FIRST:

The corporate name that satisfies the requirements of Section 607.0401 is:

"PHATZ.COM INCORPORATED"

SECOND: The street address of the initial principal office of the corporation shall be 4831 Bayview Drive, Ft. Lauderdale, FL 33069, and the mailing address of the corporation shall be the same.

THIRD: The corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

FOURTH: The number of shares the corporation is authorized to issue is 1,000 shares of common stock having No Par Value per share.

FIFTH: The street address of the initial registered office of the corporation is 4831 Bayview Drive, Ft. Lauderdale, FL 33069, and the name of its initial registered agent at such address is: Christian Griffith.

SIXTH: This corporation is to exist perpetually.

SEVENTH: The number of Directors constituting the initial Board of Directors of the Corporation is One (1), and the names and addresses of the persons who are to serve as Directors until the first annual meeting of the Shareholders or until their successors are elected and qualify are:

Christian Griffith, 4831 Bayview Drive, Ft. Lauderdale, FL 33069

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

David L. Surina: 11018 Southwest Highway, Palos Hills, IL 60465

David L. Surina, Incorporator

IN WITNESS WHEREOF, the undersigned has executed these Articles of

Incorporation this 29th day of January, 199%

Preparer Info:

David L. Surina / Parcorp Services, Ltd.

11018 Southwest Hwy. Palos Hills, IL 60465

Phone: 708-974-1284

Fax Audit No. (((H99000002435 8)))

Sent by: PARCORP SERVICES LTD 7082339415

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ACCEPTANCE OF REGISTERED AGENT DESIGNATED IN ARTICLES OF INCORPORATION

PHATZ.COM INCORPORATED

Acceptence by the Registered Agent as required in section 607.0501 (3) F.S.: Christian Griffith, is familiar with and accepts the obligations provided for in Section 607.0505.

Dated: Juneary 29, 1999

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