

P990000023413

PATRICIA E. KAHN, P.A.

ATTORNEY AT LAW

3326 MARY STREET

SUITE 202

COCONUT GROVE, FLORIDA 33133

PATRICIA E. KAHN

TELEPHONE (305) 444-5552

FACSIMILE (305) 444-0552

March 4, 1999

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

800002797938--6

-03/08/99--01114--015

****122.50 *****78.75

RE: Articles of Incorporation of Your Personal Concierge, Inc.

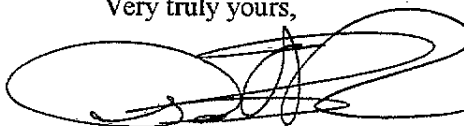
Dear Sir/Madam:

Enclosed please find check number 6990 from Patricia E. Kahn, P.A. in the amount of \$122.50 payable to you representing payment for the filing of the above referenced Articles of Incorporation.

Enclosed is the original and one copy for the Articles of Incorporation for certification, along with a self-addressed, stamped envelope for your use in returning our document.

Thank you for your anticipated cooperation and assistance in this regard.

Very truly yours,



PATRICIA E. KAHN

PEK/as
Enclosure

FILED
99 MAR -8 AM 9:36
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

B. BROCK MAR 15 1999

ARTICLES OF INCORPORATION
OF
YOUR PERSONAL CONCIERGE, INC.

ARTICLE I.
CORPORATE NAME

The name of the corporation is: YOUR PERSONAL CONCIERGE, INC.

ARTICLE II.
NATURE OF CORPORATE BUSINESS

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

ARTICLE III.
CAPITAL STOCK

The corporation is authorized to issue and have outstanding at any one time an aggregate number of 1,000 of one class of common stock having a par value of ONE (\$1.00) DOLLAR per share. The consideration to be paid for each share of stock shall be fixed by the Board of Directors.

ARTICLE IV.
PREEMPTIVE RIGHTS

Shareholders of corporation shall have preemptive rights.

FILED
99 MAR -8 AM 9:36
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE V.

INITIAL REGISTERED AGENT

AND INITIAL REGISTERED OFFICE

The corporation's initial Registered Agent and Registered Office in the State of Florida is:

INITIAL REGISTERED AGENT: KIM LEAVITT

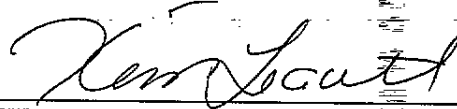
INITIAL REGISTERED OFFICE: 4500 San Amaro Drive, Coral Gables, FL

33146

INITIAL PRINCIPAL OFFICE OF CORPORATION: 2701 Le Jeune Road, S-301,
Miami, FL 33134

ACKNOWLEDGMENT AND CONSENT OF REGISTERED AGENT:

Having been named Initial Registered Agent to accept service of process on the corporation at the Initial Registered Office designated in these Articles of Incorporation, I hereby accept such status and consent to act in this capacity and agree to comply with all the requirements of law pertaining thereto.



KIM LEAVITT
REGISTERED AGENT

ARTICLE VI.

INITIAL BOARD OF DIRECTORS

The number of directors constituting the initial Board of Directors of the Corporation is one (1) which number may be increased as provided by the By Laws.

ARTICLE VII

INITIAL DIRECTORS

The names and addresses of the initial Board of Directors are:

KIM LEAVITT, 4500 San Amaro Drive, Coral Gables, FL 33146

ARTICLE VIII

INCORPORATORS

The names and addresses of the incorporators executing these Articles of Incorporation are:

KIM LEAVITT, 4500 San Amaro Drive, Coral Gables, FL 33146


KIM LEAVITT


STATE OF FLORIDA)

SS

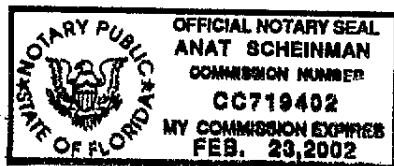
COUNTY OF DADE)

BEFORE ME, personally appeared KIM LEAVITT to me well known and known to me to be the individual described in and who executed the foregoing Articles of Incorporation, and she acknowledged before me that he executed the same for the purposes therein expressed, who is personally known to me or who did produce a Florida Driver's License as identification.

WITNESS my hand and official seal in the County and State named above this 2nd day of March, 1999.


NOTARY PUBLIC
Printed Name: Anat Scheinman

My commission expires:



FILED
99 MAR -8 AM 9:36
SECRETARY OF STATE
TALLAHASSEE, FLORIDA