P99000024618

THE UNITED STATES

CONPORATION

CONPANY

ACCOUNT NO. : 072100000032

REFERENCE :

154003

7178444

AUTHORIZATION

COST LIMIT : \$ 70.00

ORDER DATE: March 2, 1999

ORDER TIME : 9:57 AM

-ORDER NO. : 154003-005

LI ČI Č CUSTOMER NO: 7178444

CUSTOMER NO: 7178444

CUSTOMER: Mr. Marcus P. Varner

MR. MARCUS P. VARNER

MR. MARCUS P. VARNER

610 Rose Avenue

Long Beach, CA 90802

DOMESTIC FILING

NAME:

FIGUREIT INC.

200002809432--2

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY
PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Cassandra Lamm

EXAMINER'S INITIALS:

317/99

99 MAR 17 PM 3:00

ARTICLES OF INCORPORATION

OF

FIGUREIT INC.

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

FIGUREIT INC.

The address of the principal office of this corporation shall be 424 Eaton Street, Key West, Florida 33040, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This 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.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,500 shares of common stock having no par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 424 Eaton Street, Key West, Florida 32301, and the name of the initial registered agent of the corporation at that address is Marcus Varner.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have two Directors, initially. The names and addresses of the initial members of the Board of Directors are:

Judy Swartz Dir.

Marcus Varner - Dir.

2727 S. Beverly Drive Los Angeles, Califonia 90034

1107 Key Plaza #195 Key West, Florida 33040

ARTICLE VII. INCORPORATOR

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

The Company Corporation 1013 Centre Road Wilmington, Delaware 19805

The undersigned incorporator has executed these Articles of Incorporation on March 17, 1999.

Its Agent, Karen B. Rozar Incorporator

CHD/CASSANDRA LAMM

99 MAR 17 PM 3:00

ACCEPTANCE OF REGISTERED AGENT DESIGNATED IN THE ARTICLES OF INCORPORATION

Marcus Varner, an individual residing in this state, having a business office identical with the registered office of the corporation named below, and having been designated as the Registered Agent in the above and foregoing Articles of Incorporation of:

FIGUREIT INC.

Marcus Varner is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

By: Marcus Varner

Typed Name: Marcus Varner