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June 9, 1999

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-06/11/99--01068--001  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

Secretary of State  
Division of Corporations  
409 East Gaines Street  
Tallahassee, FL 32399

**Re: 3 D WORLD INC.**

Dear Sir/Madam:

Enclosed herewith please find the original and two copys of Articles of Incorporation with regard to the above referenced corporations, together with one check in the amount of \$78.75, which covers the filing fee for same.

Kindly process the Articles of Incorporation and return one certified copy in the envelope provided herein. Thank you for your courtesy and cooperation in this regard.

Very truly yours,



Bonnie Sarabia  
Legal Assistant to  
Jay C. Preefer Esquire

Enclosures

FILED  
1999 JUN 11 PM 12:24  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

R. Purinton JUN 14 1999

FILED

1999 JUN 11 PM 12: 24

ARTICLES OF INCORPORATION  
OF

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

3 D WORLD INC.

The undersigned, for the purpose of forming a corporation for profit under the laws of the State of Florida, hereby adopt the following Articles of Incorporation.

ARTICLE I

NAME

The name of this corporation is: 3 D WORLD INC.

ARTICLE II

DURATION

This corporation shall have perpetual existence unless dissolved pursuant to law and shall commence business as of the date of filing of these Articles of Incorporation.

ARTICLE III

PURPOSE

This corporation may engage in any activity of business permitted under the laws of the State of Florida, said corporation's primary purpose to be a Art Gallery and Studio.

#### ARTICLE IV

##### CAPITAL STOCK

This corporation is authorized to issue 100 shares of \$100.00 par value common stock, as follows:

IRVING TITRE-20 SHARES

JOHN LOSIER-20 SHARES

SAM LOSIER-20 SHARES

JOSEPH AVRIL-20 SHARES

LEIGHTON WEDDERBURN-20 SHARES

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#### 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 already holds, shall have the right to purchase his 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.

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#### ARTICLE VI

##### PRINCIPAL PLACE OF BUSINESS

The principal place of business of this corporation is: 1400 Forsythe Road, Bay F, WEST PALM BEACH, FLORIDA, 33405 and the name of the initial registered agent of this corporation at that address is IRVING TITRE.

## ARTICLE VII

### INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 1400 Forsythe Road, Bay F ,WEST PALM BEACH,FLORIDA, 33405 and the name of the initial registered agent of this corporation at that address is IRVING TITRE.

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## ARTICLE VIII

### INITIAL BOARD OF DIRECTORS

This corporation shall have (1) director initially. The number of directors may be either increased or decreased from time to time by the By-Laws but shall never be less than one. The name and address of the initial director is :IRVING TITRE,1400 Forsythe Road, Bay F,WEST PALM BEACH,FLORIDA 33405.

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## ARTICLE IX

### OFFICERS

The name of the initial officers of the corporation are:

President: JOHN LOSIER

Vice President: SAM LOSIER

Treasurer: IRVING TITRE

Secretary: JOSEPH AVRIL

Assistant Secretary: LEIGHTON WEDDERBURN

## ARTICLE X

### INCORPORATOR

The name of the person signing these Articles : Irving Titre  
1400 FORSYTHE ROAD,BAY F,WEST PALM BEACH,FLORIDA 33405

ARTICLE XI

BY-LAWS

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors and the Shareholders.

ARTICLE XII

AMENDMENTS

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation or any Amendment hereto and any right conferred upon the Stockholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber hereunto executed these Articles of Incorporation, this 9<sup>th</sup> day of June, 1999.



IRVING TITRE

ACCEPTANCE OF REGISTERED AGENT

Having been named as Registered Agent of the above named corporation, the undersigned does hereby accept such appointment and does hereby agree to do all things necessary in order to carry out any and all duties required of such position.

DATED this 9<sup>th</sup> day of June, 1999.



IRVING TITRE

STATE OF FLORIDA

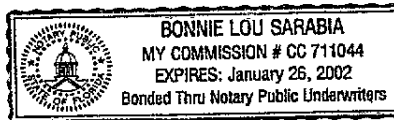
COUNTY OF PALM BEACH

BEFORE ME, the undersigned authority, personally appeared IRVING TITRE, who, after being first duly sworn, deposes and states that he signed the foregoing Articles of Incorporation for the purposes therein expressed.

WITNESS my hand and official seal at the State of Florida, and in Palm Beach County aforesaid, this 9<sup>th</sup> day of June, 1999.

Bonnie Lou Sarabia  
NOTARY PUBLIC,

My commission expires:



FILED  
1999 JUN 11 PM 12:24  
CLERK OF DISTRICT COURT  
TALLAHASSEE, FLORIDA