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Florida Department of State
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To: Division of Corporations
Fax Number : (850) 922-4001

From: Account Name : FAS-T CORP. AGENTS, INC.
Account Number : 071001002335
Phone : (305) 599-0839
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FLORIDA PROFIT CORPORATION OR P.A.

ART OF LOVE IS IN THE AIR, INC.

Certificate of Status	0
Certified Copy	1
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**ARTICLES OF INCORPORATION
OF**

ART OF LOVE IS IN THE AIR, INC.

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopt(s) the following Articles of incorporation.

ARTICLE I NAME

The name of the corporation shall be: **ART OF LOVE IS IN THE AIR, INC.**

The principal place of business of this corporation shall be:
**1522 RIVER DR. M-302
TAMPA FL 33603**

ARTICLE II NATURE OF BUSINESS

This corporation may engage in or transact 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 aggregate number of shares of stock and its value that this corporation is authorized to have outstanding at any one time is Five Hundred (500) shares of One Dollar (\$1.00) per value common stock, which shall be designated "Common Shares".

ARTICLE IV TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE V OFFICERS DIRECTORS

The name(s) and street address(es) of the initial officer(s) and director(s), if any, who shall hold office the first year of the corporation's existence or until their successors(s) is (are) elected, is(are):

**VICTOR DIAZ - PRESIDENT
1522 RIVER DR. M-302
TAMPA FLORIDA 33603**

**JESSICA SANZ - VICE PRESIDENT
1522 RIVER DR. M-302
TAMPA FLORIDA 33603**

Prepared by: **LEGAL SERVICE 2000
7295 W FLAGLER ST
MIAMI FL 33144
(305) 260-0201**

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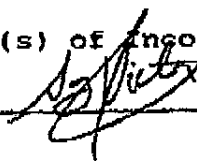
ARTICLE VI INCORPORATOR(S)

The name(s) and street address(es) of the incorporator(s) to this articles of incorporation is(are):

VICTOR DIAZ, PRESIDENT
1522 RIVER DR. N-302
TAMPA FL 33603

IN WITNESS WHEREOF, the undersigned incorporator(s) has(have) executed these Articles of incorporation this 15 day of June, 1999.

Signature(s) of incorporator(s)



**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Section 607.325, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation:

ART OF LOVE IS IN THE AIR, INC.

2. The name and address of the registered agent and office is:

VICTOR SANZ, PRESIDENT

1522 RIVER DR. M-302

(P.O. BOX NOT ACCEPTABLE)

TAMPA FLORIDA 33603

(CITY/STATE/ZIP)

SIGNATURE *[Signature]*

TITLE PRESIDENT

DATE 06/15/99

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325, FLORIDA STATUTES.

SIGNATURE *[Signature]*

DATE 06/15/99

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