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Requestor's Name
Address

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WorldCorp Management Group, Inc.
6245 N. Federal Highway, Suite 300
Fort Lauderdale, FL 33308

Office Use Only

own):

1. _____
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
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(Corporation Name) (Document #)

- Walk in Pick up time _____ Certified Copy
 Mail out Will wait Photocopy Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1999 SEP 24 PM 12: 07

FILED

Examiner's Initials GH 9/28

FILED

1999 SEP 24 PM 12:07

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLE OF INCORPORATION
OF
T.R. & COMPANY, INC.**

ARTICLE I: NAME

The name of this corporation is T.R. & COMPANY, INC. The mailing address of the corporation is 3313 NE 32 ST FORT LAUDERDALE, FL 33306.

ARTICLE II: DURATION

This corporation shall have perpetual existence.

ARTICLE III: PURPOSE

This corporation is organized to transact any lawful business for which corporations may be incorporated under the Florida General Corporation Act and for the purpose of manufacturing, purchasing or otherwise acquiring, and to own, mortgage, pledge, sell, assign, transfer, or otherwise dispose of, and to invest in, trade in, deal in and with goods, wares, merchandise, real and personal property and services of every class, kind and description; and to carry on any business which can be advantageously pursued in conjunction with or incidental to any of the above purpose.

ARTICLE IV: CAPITAL STOCK

This corporation is authorized to issue Ten Thousand (10,000) shares of one cent (\$.01) par value common stock, which shall be, designated "Common Shares."

ARTICLE V: PRE-EMPTIVE RIGHTS

Every share holder, 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.

ARTICLE VI: INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 3313 NE 32 ST FORT LAUDERDALE, FL 33306, and the name of the initial registered agent of this corporation ANTONIO RICATTI.

ARTICLE VII: INITIAL BOARD OF DIRECTORS

This corporation shall have one director initially. The number of directors may be either increased or diminished from time to time by the by-laws but shall never be less than one. The name and address of the initial directors of this corporation are:

ARTICLE VIII: INCORPORATOR

The name and address of the person signing these Articles is:

ANTONIO RICATTI
3313 NE 32 ST FORT LAUDERDALE, FL 33306

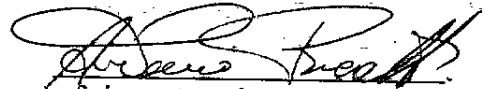
ARTICLE IX: INDEMNIFICATION

This corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE X: AMENDMENT

This corporation reserve the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation the 20th day of September 1999.

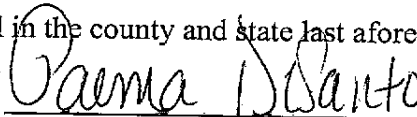


Name of signer typed

**STATE OF FLORIDA
COUNTY OF BROWARD**

I HEREBY CERTIFY that on this day, before an officer duly authorized in the county and state aforesaid to take acknowledgments, personally appeared Antonio Ricatti, who is personally know to me to be the person described in, or who produced as identification personally know, and who executed the foregoing Articles of Incorporation and who took an oath and acknowledgment before me that he executed those Articles of Incorporation.

WITNESS my hand and official seal in the county and state last aforesaid the 20th day of September, 1999.



Notary Public of Florida

My Commission Expires:



FILED

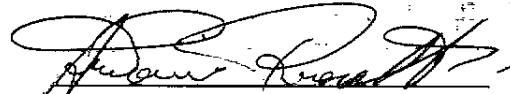
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REGISTERED AGENT CERTIFICATE

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

In pursuance of Chapters 48.091 and 607.0501, Florida Statutes, the following is submitted:

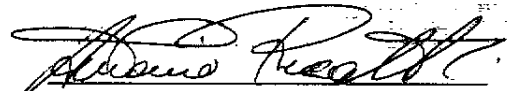
That **T.R. & COMPANY, INC.** desiring to organize or qualify under the laws of the State of Florida, with its principle place of business in the City of Fort Lauderdale, State of Florida, as named **ANTONIO RICATTI 3313 NE 32 ST FORT LAUDERDALE, FL 33306**, as its agent to accept service of process within the State of Florida.



Name of Person
Incorporator

Dated 9/20/99

Having been named to accept service of process for the above stated corporation at the place designated in this Certificate, I hereby acknowledge that I am familiar and accept the obligations of registered agent.



Name of Person
Registered Agent

Dated 9/20/99