

**Electronic Articles of Incorporation
For**

**P02000062181
FILED
June 05, 2002
Sec. Of State**

THE B MOVIE NETWORK, INC.

The undersigned incorporator, for the purpose of forming a Florida profit corporation, hereby adopts the following Articles of Incorporation:

Article I

The name of the corporation is:

THE B MOVIE NETWORK, INC.

Article II

The principal place of business address:

6550 NE 4TH COURT
SUITE 103
MIAMI, FL. 33138

The mailing address of the corporation is:

6550 NE 4TH COURT
SUITE 103
MIAMI, FL. 33138

Article III

The purpose for which this corporation is organized is:

ANY AND ALL LAWFUL BUSINESS.

Article IV

The number of shares the corporation is authorized to issue is:

100,000,000

Article V

The name and Florida street address of the registered agent is:

SAM LUPOWITZ
6550 NE 4TH COURT
SUITE 103
MIAMI, FL. 33138

I certify that I am familiar with and accept the responsibilities of registered agent.

Registered Agent Signature: SAM LUPOWITZ

Article VI

The name and address of the incorporator is:

SAM LUPOWITZ
6550 NE 4TH COURT
SUITE 103
MIAMI, FL 33138

Incorporator Signature: SAM LUPOWITZ

Article VII

The initial officer(s) and/or director(s) of the corporation is/are:

Title: P
SAM LUPOWITZ
6550 NE 4TH COURT, SUITE 103
MIAMI, FL. 33138

Title: C
MENAHEM GOLAN
6550 NE 4TH COURT, SUITE 103
MIAMI, FL. 33138