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Division of Corporations

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Fax Number : (850) 205-0381

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

FLORIDA PROFIT CORPORATION OR P.A.
TWO SIDES ENTERTAINMENT INC.

Certificate of Status	0
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SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLES OF INCORPORATION
OF
TWO SIDES ENTERTAINMENT INC.

ARTICLE I - NAME

The name of this Corporation is TWO SIDES ENTERTAINMENT INC.

ARTICLE II - DURATION

The Corporation shall have perpetual existence.

ARTICLE III - PURPOSE

The Corporation may engage in any activity or business permitted under the laws of the United States or of the State of Florida.

ARTICLE IV - CAPITAL STOCK

The stock of this corporation consist of 1 class, namely

1. Class A stock consisting of 1,000 shares of voting stock, each having \$.001 par value.

The principal place of business for this corporation shall be:

144 NW 58TH STREET
MIAMI, FL 33127

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The name and street address of the initial registered agent and office of this Corporation is:

JUDE TELFORT
144 NW 58TH STREET
MIAMI, FL 33127

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This Corporation shall have four (4) Directors initially. The number of Directors may be increased or diminished from time to time by the By-laws but shall never be less than one (1). The name and address of the initial Directors of this Corporation is:

JUDE TELFORT, PRESIDENT
144 NW 58TH STREET
MIAMI, FL 33127

DANIEL PREVILON, VICE PRESIDENT/TREASURER
144 NW 58TH STREET
MIAMI, FL 33127

ALEX JEANTY, ASST TREASURER
144 NW 58TH STREET
MIAMI, FL 33127

YVES MARTIN JOINVILLE, SECRETARY
144 NW 58TH STREET
MIAMI, FL 33127

ARTICLE VII – BY – LAWS

The By-laws of this Corporation may be adopted, altered, amended or repealed by either the Class A stockholders or the Directors.

ARTICLE VIII – INDEMNIFICATION

The Corporation shall indemnify any officer or Director, or any former Officer or Director, to the full extent permitted by law.

ARTICLE IX – INCORPORATOR

The name and address of the person signing these Articles is

JUDE TELFORT
144 NW 58TH STREET
MIAMI, FL 33127

ARTICLE X – AMENDMENT

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, in accordance with Florida law.

In witness whereof, the undersigned has executed these Articles of Incorporation this 4TH Day of December 2003.



JUDE TELFORT

ACCEPTANCE BY REGISTERED AGENT

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATE CORPORATION, AT THE PLACE DESIGNATED IN ARTICLE V OF THESE ARTICLES OF INCORPORATION, THE UNDERSIGNED CORPORATION HEREBY AGREES TO ACT IN THIS CAPACITY, AND FURTHER AGREES TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE DISCHARGE OF IT DUTIES.

DATED, THIS 4TH DAY OF DECEMBER, 2003

JUDE TELFORT

BY Jude Telfort

JUDE TELFORT

STATE OF FLORIDA

SS:

COUNTY OF DADE

Before me, a Notary Public authorized in the State and County set forth above, personally appeared JUDE TELFORT known to me and known by me to be the person who, as INCORPORATOR, executed the foregoing Articles of Incorporation for TWO SIDES ENTERTAINMENT INC. and he acknowledged before me that he executed those Articles of Incorporation.

In Witness Whereof, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 4TH Day of December 2003.



NOTARY PUBLIC, STATE OF FLORIDA
AT LARGE

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

My Commission Expires:



Mark Fernandez
MY COMMISSION # 00000003 EXPIRES
May 5, 2005
BONDED THROUGH TRADY FAIR INSURANCE, INC