

Division of Corporations

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FLORIDA PROFIT CORPORATION OR P.A.

Off The Ground Entertainment, Inc.

Certificate of Status	0
Certified Copy	1
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ARTICLES OF INCORPORATION  
OF  
OFF THE GROUND ENTERTAINMENT, INC.

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

Article One - Name

The name of the corporation shall be: OFF THE GROUND ENTERTAINMENT, INC.

Article Two - Principal Office

The principal place of business and mailing address of this corporation shall be:  
24636 Harbour View Drive, Ponte Vedra Beach, Florida 32082.

Article Three - Shares

The number of shares of stock that this corporation is authorized to have outstanding at any one time is: Two Hundred (200).

Article Four - Initial Registered Agent and Street Address

The name and address of the initial registered agent is:

Macdonald T. Haskell  
24636 Harbour View Drive  
Ponte Vedra Beach  
Florida 32082.

Article Five - Incorporator(s)

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is(are):

Evan Krauss, Esq.  
Leibowitz Roberts & Ritholz, LLP  
183 Madison Avenue, PH  
New York, New York 10016

The undersigned incorporator(s) has(have) executed these Articles of Incorporation this 12<sup>th</sup> day of January, 2004.

  
Evan Krauss

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

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, 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 is: **OFF THE GROUND ENTERTAINMENT, INC.**
- 2. The name and address of the registered agent and office is:

**Macdonald T. Haskell  
24636 Harbour View Drive  
Ponte Vedra Beach  
Florida 32082.**

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

*Macdonald T. Haskell*

Signature  
Macdonald T. Haskell

1/13/04

Date

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