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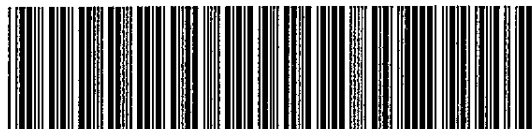
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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
05 MAY -3 AM 9:15

J. Shivers MAY 06 2005

*Rebecca S. Rosenthal, P.A.*

1133 Old Okeechobee Road  
West Palm Beach, Florida 33401  
Phone/Fax: 561-865-1985

April 28, 2005

Department of State  
Division of Corporations  
Corporate Filings  
P.O. Box 6327  
Tallahassee, FL 32314

RE: 5 Saints Productions Inc.

To Whom It May Concern:

Please find enclosed an original and one (1) copy of the Articles of Incorporation for the above-referenced corporation and our firm check # 142 for:

Filing Fee & Certified Copy ----- \$78.75

Kindly mail the certified copy to the above address. Should anything further be required, contact me.

Sincerely,



Rebecca S. Rosenthal, Esq.

RSR/cbr

Enclosures: Articles & Check

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**ARTICLES OF INCORPORATION  
OF  
5 SAINTS PRODUCTIONS INC.**

In compliance with the requirements of F.S. Chapter 607, the undersigned, hereby acts as an incorporator in adopting and filing the following articles of incorporation for the purpose of organizing a business corporation.

**ARTICLE I – NAME and PRINCIPAL PLACE OF BUSINESS**

The name of the corporation is 5 SAINTS PRODUCTIONS INC. and its principal place of business shall be located at 10700 N.W. 28<sup>th</sup> Place, Sunrise, Florida 33322.

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**ARTICLE II - DURATION**

This corporation shall have perpetual existence commencing on the date of this filing of these Articles of Incorporation with the Department of State.

**ARTICLE III - PURPOSE**

This corporation is organized for the purpose of transacting any or all lawful business.

**ARTICLE IV – CAPITAL STOCK**

This corporation is authorized to issue One Thousand (1,000) shares of common stock at \$0.001 par value, which shall be designated “Common Shares.”

**ARTICLE V – PRE-EMPTIVE RIGHTS**

Every shareholder, upon the sale for cash of any new stock of this corporation shall have the right to purchase his pro-rata share thereof (as nearly



who shall serve until their successors shall be elected or appointed, are:

President	Ron A. Kerner	10700 N.W. 28 <sup>th</sup> Place Sunrise, FL 33322
Vice-President & Treasurer	Oscar P. Ryder, Jr.	8134 Prescott Drive, #101 Vienna, VA 22180
Secretary	Leslie V. Thurman	1049 Christina Drive Leesport, PA 19533

#### **ARTICLE IX - INCORPORATOR**

The name and street address of the incorporator signing these articles of incorporation is:

Ron A. Kerner                      10700 N.W. 28<sup>th</sup> Place, Sunrise, FL 33322

#### **ARTICLE X – INDEMNIFICATION**

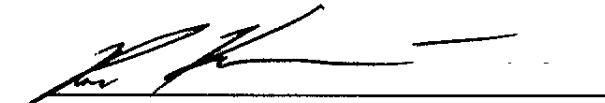
The corporation shall indemnify any Officer or Director, of any former Officer or Director, to the full extent permitted by law. No officer or director shall be personally liable for monetary damages to the corporation or any other person for any statement, vote, decision, or failure to act, regarding corporate management or policy, unless that officer or director breached or failed to perform his/her duties as an officer or director as provided in s. 607.0831, Florida Statutes (1990).

#### **ARTICLE XI – AMENDMENT**

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the vote of the shareholders.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation on the date of signing.

Dated: April 28, 2005.

  
\_\_\_\_\_  
RON A. KERNER  
Incorporator

**CERTIFICATE DESIGNATING PLACE AND NAMING AGENT  
UPON WHOM PROCESS MAY BE SERVED**

In compliance with Section 48.091, Florida Statutes, the following is submitted: First that, 5 SAINTS PRODUCTIONS INC. desiring to organize or qualify under the laws of the State of Florida, has named RON A. KERNER as its agent to accept service of process within Florida.

Dated: April 28, 2005.

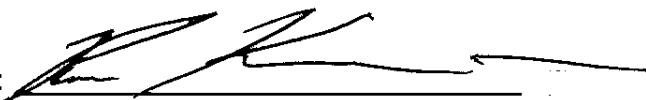
By:   
\_\_\_\_\_  
RON A. KERNER  
Incorporator

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DIVISION OF CORPORATIONS  
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**ACCEPTANCE OF DESIGNATION BY REGISTERED AGENT**

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 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.

Dated: April 28, 2005.

By:   
\_\_\_\_\_  
RON A. KERNER  
Registered Agent