

**Electronic Articles of Incorporation
For**

P06000157504
FILED
December 29, 2006
Sec. Of State
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HIPHOPEGAME ENTERTAINMENT 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:

HIPHOPEGAME ENTERTAINMENT INC.

Article II

The principal place of business address:

1221 BRICKELL AVENUE
SUITE #900
MIAMI, FL. 33131

The mailing address of the corporation is:

1221 BRICKELL AVENUE
SUITE #900
MIAMI, FL. 33131

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:

200 NO PAR VALUE

Article V

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

HIPHOPGAME, LLC.
1221 BRICKELL AVENUE
SUITE #900
MIAMI, FL. 33131

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

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Registered Agent Signature: THOMAS QUILLEVERE

Article VI

The name and address of the incorporator is:

NICHOLAS C. ADLER
433 W.21ST STREET
SUITE # 4F
NEW YORK, NEW YORK 10011

Incorporator Signature: NICHOLAS ADLER

Article VII

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

Title: P
THOMAS QUILLEVERE
1221 BRICKELL AVENUE, #900
MIAMI, FL. 33131

Title: VP
FRANCIS CHAILLET
1221 BRICKELL AVENUE, #900
MAIMI, FL. 33131