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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FLORIDA PROFIT/NON PROFIT CORPORATION

AH!-HA! PRODUCTIONS OF MIAMI, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE OF INCORPORATION

OF: AH!-HA! PRODUCTIONS OF MIAMI, INC.

We the undersigned are desirous of forming a corporation under the laws of the State of Florida, such laws that are applicable to corporations for profit, and respectfully petition the Secretary of State for approval of such incorporation under the following proposed Articles of Incorporation.

ARTICLE I

THE NAME OF THIS CORPORATION SHALL BE "AH!-HA! PRODUCTIONS OF MIAMI, INC." and its principal place of business shall be 9900 SW 168 STREET SUITE 9, MIAMI FL 33157.

ARTICLE II

GENERAL NATURE OF BUSINESS

The general purpose or objective to be transacted promoted or carried on by this corporation are: Any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE III

SHARES OF STOCK-NUMBER

The maximum number of shares of stock the corporation is authorized to have outstanding at any time is 10,000 shares of common stock at the par value of \$.50 per share.

The shares shall carry no pre-emptive rights.

Stock in this corporation shall be paid for in lawful money, of the United States of America, or in property, labor or service, provided that where stock is paid for in or by property, labor service, the just value thereof shall be fixed by the incorporators or the Board of Directors, in the manner prescribed by the state statute.

Prepared By:

Jba Accounting, Inc.
9900 SW 168 Street # 9
Miami Florida 33157
Telephone 305 251-6820
Fax 305 233-9281

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ARTICLE IV

The amount of capital with which the corporation will begin business will be a minimum of \$500.00.

ARTICLE V

DURATION

This corporation is to have perpetual existence, commencing upon the approval of the Secretary of State of this Article of Incorporation.

ARTICLE VI

DIRECTORS

The affairs of this corporation will be managed by a Board of Directors numbering at least Two (2). The name and addresses of the individuals who are to serve as directors are as follows:

ELISIA HARKINS
1443 South Sierra Bonita Ave
Los Angeles, CA 90019

Alexander Krisitan
1443 South Sierra Bonita Ave
Los Angeles, CA 90019

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ARTICLE VII

OFFICERS

The name and addresses of the individuals, who will service as the initial officers of the corporation until new officers are appointed at the first meeting of the shareholders, are as follows:

ELISIA HARKINS, President
1443 South Sierra Bonita Ave
Los Angeles, CA 90019

ALEXANDER KRISITAN, Vice President
1443 South Sierra Bonita Ave
Los Angeles, CA 90019

ALEXANDER KRISITAN, Secretary
1443 South Sierra Bonita Ave
Los Angeles, CA 90019

ELISIA HARKINS, Treasury
1443 South Sierra Bonita Ave
Los Angeles, CA 90019

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ARTICLE VIII

SUBSCRIBERS

The name and addresses of the individuals who are the original subscribers for the shares of common stock of the corporation are as follows:

ELISIA HARKINS
1443 South Sierra Bonita Ave
Los Angeles, CA 90019

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We the undersigned, being the original subscriber to these Article of Incorporation, do hereby make, subscribe, acknowledge and file this article and certify that the facts stated herein are true, and have hereunto set our hand and said this 4th day of February, 2008.


ELISIA HARKINS

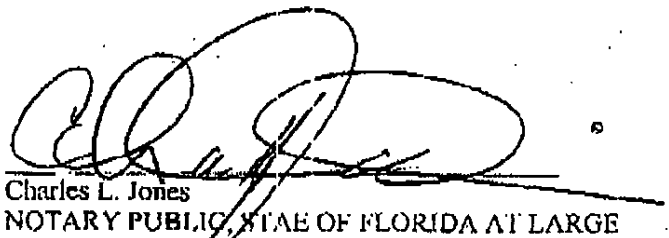
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STATE OF FLORIDA
COUNTY OF MIAMI DADE

BE IT REMEMBERED that on this 4th Feb. 2008, personally came before me a notary public of the State of Florida, the parties of the foregoing Article of Incorporation, known to me personally to be such, and acknowledge the said certificate to be the acts and deeds of the signers, and that the fact herein are truly set forth.

Given under my hand and seal the day and year aforesaid



Charles L. Jones
NOTARY PUBLIC, STATE OF FLORIDA AT LARGE

My Commission expires: April 25, 2008



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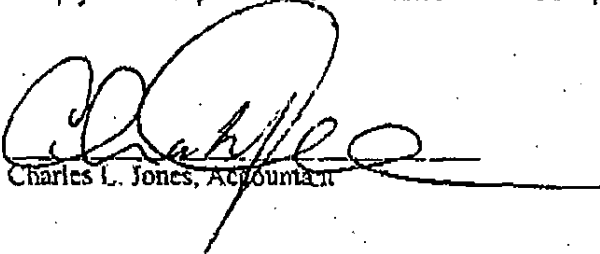
**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR
SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM
PROCESS MAY BE SERVICED.**

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted
compliance with said Act:

That "AH!-HA! PRODUCTIONS OF MIAMI, INC. desiring to organized under the laws
of the state of Florida, with it principal office as indicated in Article of Incorporation at
the City of Miami, County of Dade and State of Florida, has named Charles L. Jones,
Accountant, 9900 SW 168 Street Suite # 9, Miami Florida 33157, as its agent to accept
service of process within the state.

ACKNOWLEDGEMENT

Having been named to accept service of process for the above stated Corporation, at the
place designated in the Article. I hereby accept to act in this capacity, and agree to
comply with the provision of said Act relative to keeping open said office.



Charles L. Jones, Accountant

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TALLAHASSEE, FLORIDA

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