P98000100695

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

SUBJECT: Artisfun Inc.

Enclosed is an original and one (1) copy of the Articles of Incorporation and a check/money order for \$122.50.

MAN

Michael Perez 838 Marble Way, Boca Raton, Florida 33432 Telephone 561.750.0724

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*****122.50 *****78.75

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SECRETARY OF STATE
TAIL AHASSEE FLORING

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ARTICLES OF INCORPORATION

OF

ARTISFUN INC.

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

ARTICLE I NAME

The name of the corporation shall be:
Artisfun Inc.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be: 838 Marble Way, Boca Raton, Florida 33432.

ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to issue: One Hundred.

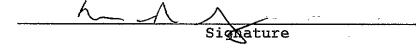
ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is: Michael Perez, 838 Marble Way, Boca Raton, FL 33432.

ARTICLE V INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is: Michael Perez, 838 Marble Way, Boca Raton, Florida, 33432.

The undersigned incorporator has executed these Articles of Incorporation this 18th day of November, 1998.



CERTIFICATE OF DESIGNATION OF

REGISTERED AGENT / REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 or 607.0505, 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. Name of the corporation is Artisfun Inc.
- 2. Name and address of the registered agent and office is: Michael Perez, 838 Marble Way, Boca Raton, FL 33432.

Having been named as the 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.