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Transmittal Letter

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

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-09/04/01--01062--018
*****78.75 *****78.75

Subject: **Digital Heads Inc,**

Enclosed are an original and a copy of the articles of incorporation and a check for: \$78.75 for
filling fee and certificate of status.

FROM:

Isabel Moreno
1210 S.W. 118 Terrace
Davie, FL 33325
954-916-0563

FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
01 SEP -4 AM 7:37

SEP 7 2001

ARTICLES OF INCORPORATION

In compliance with Chapter 607 and/or Chapter 621, F.S., (Profit)

ARTICLE I NAME

The name of the corporation shall be:

Digital Heads Inc.

ARTICLE II PRINCIPAL OFFICER

The principal place of business/mailling address is:

1210 S.W. 118 Terrace
Davie, FL.33325

ARTICLE III PURPOSE

The purpose for witch the corporation is organized is:

The transaction of any or all-lawful business for which corporations any be incorporated under the Florida Corporation Act.

ARTICLE IV SHARES

The aggregate number of shares the corporation shall have authority to issue shall be as follow.

No of Shares	Par Value	Class of Stock
1000	\$1.00	Common

All said stock shall be payable in cash, real or personal property, or labor or services in lieu of cash, at just valuation to be fixed be fixed by the board of directors of this corporation.

ARTICLE V INITIAL OFFICERS/DIRECTORS

The name(s) and address (es):

Name: Isabel Moreno
Mailing Address: 1210 S.W. 118 Terrace Davie, FL.33325
Director

Name: Rodrigo Moreno
Mailing Address: 1210 S.W. 118 Terrace Davie, FL.33325
Officer

ARTICLE VI REGISTERD AGENT

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

Name: Isabel Moreno
Address: 1210 S.W. 118 Terrace Davie, FL.33325

ARTICLE VII INCORPORATOR

The name and address of the incorporator is:

Name: Isabel Moreno
Address: 1210 S.W. 118 Terrace Davie, FL.33325

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ARTICLE VIII

This corporation shall have at least one director, with the exact number of directors to be specified by the shareholders from time to time unless the shareholders shall, by a majority vote hereafter, determine that the corporation be managed by shareholders. The name and address of the director of the corporation, who shall hold office for the first year or until their successors are duly elected and qualified, shall be:

Name: Isabel Moreno

Address: 1210 S.W. 118 Terrace Davie, FL 33325

ARTICLE IX

The private property of the shareholders shall not be subject to the payment of the corporate debt of any extent whatever. The corporation shall have a first lien on the shares of its shareholders and upon the dividends due them for any indebtedness of such shareholders to the corporation.

ARTICLE X

The corporation shall indemnify any officer or director or any former officer to the full extent permitted by law for such acts as the officer or director or former officer or director while acting in a corporate capacity.

ARTICLE XI

Each shareholder of the corporation shall have the first right to purchase shares (and securities convertible into shares) of any class, kind or series of stock in the corporation that may from time to time be issued (whether or not presently authorized) in the ratio that the number of shares it holds at time of issue bears to the total number of shares outstanding. This right shall be deemed waived by any shareholder who does not exercise it and pay for the shares or other securities preempted within thirty (30) days of receipt notice in writing from the corporation stating the price, terms and conditions of the issue of the shares and inviting it to exercise its preemptive rights. The right may also be waived by affirmative written waiver submitted by the shareholder to the corporation within thirty (30) days of receipt of the notice from the corporation.

Having been named as registered agent and to accept service of process, for the above stated corporation and the place designated in this certificate. I hereby accept the appointment as a 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 a registered agent.

Isabel E. Moreno
Signature/Registered Agent

8-28-01
Date

Isabel E. Moreno
Signature/Incorporator

8-28-01
Date

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