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Florida Department of State
Division of Corporations
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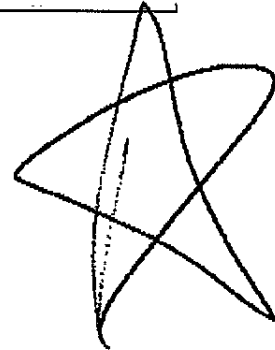
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To:

Division of Corporations
Fax Number : (850) 922-4001

From:

Account Name : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
Phone : (305) 541-3694
Fax Number : (305) 541-3770



FLORIDA PROFIT CORPORATION OR P.A.

BACKROOM PRODUCTIONS CORP.

Certificate of Status	0
Certified Copy	1
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ARTICLES OF INCORPORATION OF

BACKROOM PRODUCTIONS CORP.

a Florida Corporation

ARTICLE I: NAME

The name of this corporation is:

BACKROOM PRODUCTIONS CORP.

ARTICLE II: DURATION

This corporation shall have perpetual existence, unless sooner dissolved in accordance with the laws of the State of Florida.

ARTICLE III: PURPOSE

The corporation is organized for the purpose of transacting any and all business permitted under the laws of the United States and of the State of Florida.

ARTICLE IV: CAPITAL STOCK

This corporation is authorized to issue sixty (60) shares of NO PAR VALUE common stock, which shall be designated "Common Stock".

Prepared by: Roberto F. Fleitas, Esquire
782 N.W. Lejeune Road, Suite 530
Miami, Florida 33126
(305) 442-1439
Florida Bar No. 273546

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ARTICLE V: PREEMPTIVE RIGHTS

Every shareholders, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rate share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI: INITIAL REGISTERED OFFICE AND AGENT

The street address of the principal office of this corporation is:

**9133 N.W. 145 STREEET
MIAMI, FLORIDA 33018**

The name of the initial registered agent of this corporation is:

JOHN PAUL LOPEZ

ARTICLE VII: INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) director(s), initially. The number of directors may be either increased or diminished from time to time by the bylaws but shall never be less than one (1). The name(s) and address(es) of the initial director(s) of this corporation is (are):

John Paul Lopez

**9133 N.W. 145 Street
Miami, Florida 33018**

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ARTICLE VIII: INDEMNIFICATION

The corporation shall indemnify any officer or director, or any formal officer or director, to the full extent permitted by law.

ARTICLE IX: INCORPORATORS

The name and address of the person(s) signing these articles of incorporation is (are):

John Paul Lopez

9133 N.W. 145 Street
Miami, Florida 33018

IN WITNESS WHEREOF, the undersigned subscriber(s) has (have) executed these Articles of Incorporation this 6th day of January 2000.

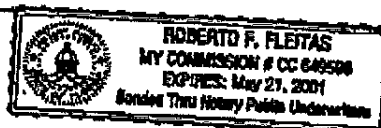

JOHN PAUL LOPEZ

STATE OF FLORIDA
COUNTY OF DADE

BEFORE ME, the undersigned authority, personally appeared JOHN PAUL LOPEZ known to me and known by me to be the person(s) who executed the foregoing Articles of Incorporation, and acknowledged before me that he/she executed the same for the purposes therein expressed.

The foregoing instrument was acknowledged before me on this 6th day of January, 2000, by JOHN PAUL LOPEZ who are personally known to me or who have produced driver license as identification and who did take an oath.


Notary Public, State of Florida
My Commission Expires:



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**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR
THE SERVICE OF PROCESS WITHIN THE STATE OF FLORIDA, NAMING
AGENT UPON WHOM SERVICE OF PROCESS MAY BE EFFECTIVE**

**IN COMPLIANCE with Section 607.034 of the Florida Statutes, the following
is submitted:**

**desiring to organize or qualify under the laws of the State of Florida, with
its principal place of business in the City of Miami, County of Miami-Dade,
State of Florida, has named:**

JOHN PAUL LOPEZ

**as its agent to accept service of process within the State of Florida, with
the registered address as:**

**9133 N.W. 145 Street
Miami, Florida 33018**

ACKNOWLEDGMENTS

**HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE
ABOVE MENTIONED CORPORATION, AT THE PLACE DESIGNATED IN THIS
CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND
FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES
RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY
DUTIES.**

DATED: THIS 6TH DAY OF JANUARY, 2000.



REGISTERED AGENT

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