

CORPORATION(S) NAME

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MATTHEW F. LUPARDO, P.A.

ATTORNEY AT LAW

MEMBER NEW YORK AND FLORIDA BARS

LAKE WELLINGTON PROFESSIONAL CENTRE 12230 FOREST HILL BOULEVARD SUTTE 102 WELLINGTON, FLORIDA 33414

> TELEPHONE (561) 227-1569 FACSIMILE (561) 227-1510

> > February 16, 2000

Florida Secretary of State Division of Corporations P.O. Box 6327 The Capitol Building, Room 2001 Tallahassee, Florida 32314

Re: Flava Entertainment, Inc.

Dear Sir or Madam:

Enclosed please find an original and two (2) copies of the Articles of Incorporation of the above-referenced corporation, and Certificate of Registered Agent for the above referenced corporation.

Additionally, enclosed is my check number 1019, in the amount of \$70.00, representing the cost of incorporating. Please forward a conformed copy of the Articles to the attention of the undersigned.

Thank you for your prompt attention to this matter.

Sincerely,

Matthew F. Lupardo

ARTICLES OF INCORPORATION

FLAVA ENTERTAINMENT, FNC

THE UNDERSIGNED, for the purposes of forming a corporation under the Florida General Corporation Act, does hereby adopt the following Articles of Incorporation.

name of the corporation FLAVA The ARTICLE ONE: ENTERTAINMENT, INC.

ARTICLE TWO: The duration of the corporation is perpetual.

ARTICLE THREE: The general purpose for which the corporation is organized is to transact any lawful business for which corporations may be incorporated under the Florida General Corporation Act or engage in any trade or business for any lawful purpose.

ARTICLE FOUR: The aggregate number of shares which the corporation is authorized to issue is ONE HUNDRED (100). Such shares shall be of single class, and shall have a par value of One and no/hundredths (\$1.00) Dollar per share.

ARTICLE FIVE: The street address of the initial principal office of the corporation is 6346 Bengal Circle, Boynton Beach, FL 33437, and the name of its initial registered agent is Philip Terrano, at the same address.

ARTICLE SIX: The number of directors constituting the initial board of directors of the corporation is one (1). The name and address of the person who is to serve as a member of the initial board of directors is: Philip Terrano, 6346 Bengal Circle, Boynton Beach, FL 33437.

ARTICLE SEVEN: The name and address of the Incorporator is: Philip Terrano, 6346 Bengal Circle, Boynton Beach, FL 33437.

ARTICLE EIGHT: The Articles of Incorporation may be amended in the manner provided by law.

EXECUTED by the undersigned at West Palm Beach, Florida, this 16 th day of February, 2000. PHILIP TERRANO	
STATE OF FLORIDA)	
) ss: COUNTY OF PALM BEACH)	
I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State aforesaid and in the County aforesaid, to take acknowledgements, personally appeared PHILIP TERRANO, who	
is personally known to me, or has produced as identification;	** ***
and who, being duly sworn, executed the foregoing instrument and acknowledged before me that he executed the same.	
WITNESS my hand and official seal in the County and State last aforesaid his 16th day of February, 2000.	
Matthew F. Lupardo	
My Commission Expires: My Commission Expires: Matthew F. Lupardo Commission # CC 831834 Expires May 2, 2003 Bonded thru Atlantic Bonding Co., Inc.	
CERTIFICATE DESIGNATION PLACE OF BUSINESS OR DOMICILE	•

CERTIFICATE DESIGNATION PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED:

THAT FLAVA ENTERTAINMENT, INC., DESIRING TO ORGANIZE UNDER THE LAWS OF THE STATE OF FLORIDA WITH ITS PRINCIPAL

PLACE OF BUSINESS AT 6346 BENGAL CIRCLE, BOYNTON BEACH, STATE OF FLORIDA, HAS NAMED PHILIP TERRANO, 6346 BENGAL CIRCLE, BOYNTON BEACH, STATE OF FLORIDA, HAS NAMED PHILIP TERRANO, 6346 BENGAL CIRCLE, BOYNTON BEACH, FLORIDA 33437, AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

PHILIP TERRANO INCORPORATOR

DATE: February 16, 2000

ACKNOWLEDGEMENT OF REGISTERED AGENT

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

PHILIP TERRANO REGISTERED AGENT

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DATE: February 16, 2