

Division of Corporations

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Florida Department of State
Division of Corporations
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Katherine Harris, Secretary of State

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To:

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

From:

Account Name : RAUL RICARDO, C.P.A.
Account Number : I19990000200
Phone : (305) 825-4777
Fax Number : (305) 824-4997

SECRETARY OF STATE
KATHERINE HARRIS, FLORIDA

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FLORIDA PROFIT CORPORATION OR P.A.**Footprints Film Group, Inc.**

Certificate of Status	0
Certified Copy	1
Page Count	01
Estimated Charge	\$78.75

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**ARTICLES OF INCORPORATION OF
FOOTPRINTS FILM GROUP, INC.**

ARTICLE 1 - NAME

The name of this Corporation is:
Footprints Film Group, Inc.

ARTICLE 2 - DURATION

This Corporation shall have perpetual existence.

ARTICLE 3 - PURPOSE

This Corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE 4 - CAPITAL STOCK

This Corporation is authorized to issue one hundred (100) shares of stock without par value.

ARTICLE 5 - PRINCIPAL OFFICE, REGISTERED OFFICE, AND AGENT

The street address of the principal office of this Corporation is:
13727 S.W. 152 Street, Miami, Florida 33177

The street address of the initial registered office of this Corporation is:
1840 W. 49th St., Suite #100, Hialeah, Florida 33012

The name of the initial registered agent of this Corporation at that address is:
Raul Ricardo, C.P.A.

ARTICLE 6 - INITIAL BOARD OF DIRECTORS

The number of initial directors of this Corporation shall be: One (1)
The number of directors may be either increased or diminished from time to time
by the By-Laws, but shall never be less than one (1).

The name(s) and address(es) of the initial board members(s) are as follows:

NAME:	ADDRESS:
Norton Rodriguez	13727 S.W. 152 Street, Miami, Florida 33177
Olga Rodriguez	13727 S.W. 152 Street, Miami, Florida 33177
Danny Hahlbohm	13727 S.W. 152 Street, Miami, Florida 33177

ARTICLE 7 - INCORPORATORS

The name and address of the person signing these articles is:
Raul Ricardo, C.P.A. 1840 W. 49th St., Suite #100, Hialeah, FL 33012

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TALLAHASSEE, FLORIDA

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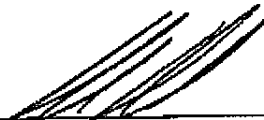
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**ARTICLES OF INCORPORATION OF
FOOTPRINTS FILM GROUP**

ARTICLE 8 - AMENDMENT

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment to them; and any right conferred upon the shareholders(s) is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation on this 21st day of March, 2000.



Raul Ricardo, C.P.A.

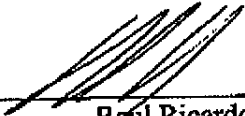
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**ARTICLES OF INCORPORATION OF
FOOTPRINTS FILM GROUP**

CERTIFICATE OF REGISTERED AGENT

Having been named in accept service of process for the above Corporation at the place designated in these Articles of Incorporation. 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.



Raul Ricardo, C.P.A.

3-21-00
Date

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