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FLORIDA PROFIT CORPORATION OR P.A.
BLUE PYRAMID PRODUCTIONS, INC.

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Katherine Harris
Secretary of State

April 12, 2000

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SUBJECT: BLUE PYRAMID PRODUCTIONS, INC.
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ARTICLES OF INCORPORATION
OF
BLUE PYRAMID PRODUCTIONS, INC.

The undersigned, for the purpose of forming a Corporation under the Florida Business Corporation Act, does hereby adopt the following Articles of Incorporation:

ARTICLE I. - CORPORATE NAME

The name of the Corporation is BLUE PYRAMID PRODUCTIONS, INC., a Florida corporation.

ARTICLE II. - CORPORATE DURATION

The duration of the Corporation is perpetual, and the Corporate existence is to commence upon the filing of these Articles of Incorporation by the Department of State.

ARTICLE III. - PURPOSE AND POWERS

The general purposes for which the Corporation is organized are to transact any lawful business for which corporations may be incorporated under the Florida Business Corporation Act, and to engage in any other trade or business which can, in the opinion of the Board of Directors of the Corporation, be advantageously carried on in connection with or auxiliary to any other business of the Corporation.

ARTICLE IV. - CAPITALIZATION

The aggregate number of shares the Corporation is authorized to issue is 100. Such shares shall be of a single class and shall have no par value.

ARTICLE V. - REGISTERED OFFICE, AGENT AND PRINCIPAL OFFICE

The street address of the initial registered office of the Corporation is 300-71st Street, Suite #405, Miami Beach, FL 33141, and the name of its initial registered agent at such address is Daniel E. Jonas. The principal office and mailing address of the corporation is 100 Kings Point Drive, Suite #1706, North Miami Beach, FL 33160.

This instrument prepared by:

DANIEL E. JONAS, Esq.
JONAS & SILBERMAN, P.A.
300 71st Street, Suite #405
Miami Beach, FL 33141
Florida Bar No. 309850
Tel: (305) 866-7621

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ARTICLE VI. - DIRECTORS

The number of directors constituting the initial Board of Directors of the Corporation is one. The name and address of the persons who are to serve as members of the initial Board of Director are as follows:

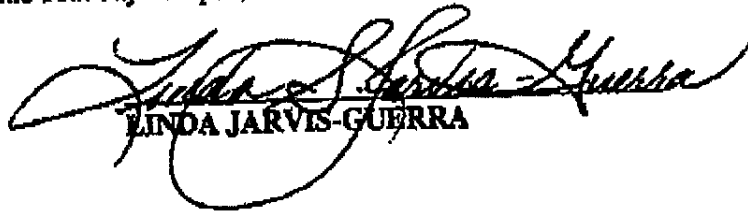
Linda Jarvis-Guerra
100 Kings Point Drive, Suite #1706
North Miami Beach, FL 33160

ARTICLE VII. - INCORPORATORS

The name and address of the incorporator is:

Linda Jarvis-Guerra
100 Kings Point Drive, Suite #1706
North Miami Beach, FL 33160

IN WITNESS WHEREOF the undersigned subscriber has executed these Articles of Incorporation at Miami Beach, Dade County, Florida on this 11th day of April, 2000.

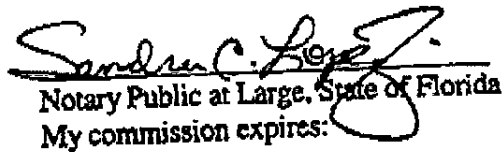

LINDA JARVIS-GUERRA

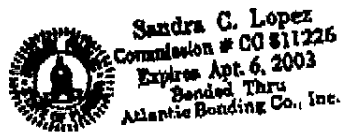
STATE OF FLORIDA:

SS.

COUNTY OF MIAMI-DADE:

I HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized in the State and County above named to take acknowledgments, personally appeared Linda Jarvis-Guerra and she acknowledged before me that she is the subscriber to these Articles of Incorporation and she has acknowledged that she has signed same on this 11th day of April, 2000, who did take an oath.


Notary Public at Large, State of Florida
My commission expires:



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JONAS AND SILBERMAN, P.A.

305 541 3770 P.04/05

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100 KINGS POINT DRIVE, SUITE 1706, NORTH MIAMI BEACH, FLORIDA 33160 TEL: (305) 566-7621 FAX: (305) 566-7623

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ACKNOWLEDGMENT OF APPOINTMENT AS REGISTERED AGENT

COMES NOW, DANIEL E. JONAS, and hereby acknowledges his appointment as the registered agent of BLUE PYRAMID PRODUCTIONS, INC., and he is familiar with, and accepts, the obligations of that position.


DANIEL E. JONAS

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