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

From: Account Name : CORPORATE CREATIONS INTERNATIONAL INC.
Account Number : 110432003053
Phone : (305) 672-0686
Fax Number : (305) 672-9110

EFFECTIVE DATE
05-19-00

FLORIDA PROFIT CORPORATION OR P.A.

MP International Entertainment Group, Inc.

Certificate of Status	1
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EFFECTIVE DATE
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ARTICLES OF INCORPORATION

Article I. Name

The name of this Florida corporation is:
MP International Entertainment Group, Inc.

Article II. Address

The Corporation's mailing address is:
MP International Entertainment Group, Inc.
430 Grand Bay Drive
Suite #405
Key Biscayne FL 33149

Article III. Registered Agent

The name and address of the Corporation's registered agent is:
Marcelo Pelegri
430 Grand Bay Drive
Suite #405
Key Biscayne FL 33149

Article IV. Board of Directors

The name of each member of the Corporation's Board of Directors is:
Marcelo Pelegri
Luis Carluccio

The affairs of the Corporation shall be managed by a Board of Directors consisting of no less than one director. The number of directors may be increased or decreased from time to time in accordance with the Bylaws of the Corporation. The election of directors shall be done in accordance with the Bylaws. The directors shall be protected from personal liability to the fullest extent permitted by applicable law.

Maite Hoyos | FL Bar Member 849553
Maite Hoyos, P.A.
1101 Brickell Avenue, Suite 704
Miami FL 33131
305-371-2132

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Article V. Capital Stock

The Corporation shall have the authority to issue 2,000 shares of common stock, par value \$.01 per share.

Article VI. Incorporator

The name and address of the incorporator is:

Maite Hoyos

Maite Hoyos, P.A.

1101 Brickell Avenue, Suite 704

Miami FL 33131

Article VII. Corporate Existence

These Articles of Incorporation shall become effective and the corporate existence will begin on May 19, 2000.

The undersigned incorporator executed these Articles of Incorporation on May 23, 2000.



MAITE HOYOS
by T. Hardy as attorney-in-fact

Maite Hoyos | FL Bar Member 849553

Maite Hoyos, P.A.

1101 Brickell Avenue, Suite 704

Miami FL 33131

305-371-2132

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**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/OFFICE**


CORPORATION:

MP International Entertainment Group, Inc.

REGISTERED AGENT/OFFICE:

**Marcelo Pelegri
430 Grand Bay Drive
Suite #405
Key Biscayne FL 33149**

I agree to act as registered agent to accept service of process for the corporation named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.


MARCELO PELEGRI
by T. Hardy as attorney-in-fact

Date: May 23, 2000

Maite Hoyos | FL Bar Member 849553
Maite Hoyos, P.A.
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