PHANSMITTAL LETTER 80347

Department of State Division of Corporation P.O.Box 6327 Tallahassee, FL 32314

SUBJECT:

BIG LIFE ENTERTAINMENT, INC.
(Proposed corporate name-must include suffix)

Enclosed is an original and one (1) copy of the articles of incorporation and a check for:

□70.00 Filing Fee **⊞\$**78.75

Filing Fee

& Certificate of Status

□\$78.75

□ \$87.50

Filing Fee

Filing Fee, Certified Copy

& Certified Copy

& Certified of

Status

ADDITIONAL COPY REQUIRED

FROM:

UCR ASSOCIONS, INC

0239 K

Address

*700003365967-*700003365967-

*******78.75 *********78.75

City, State & Zip

NOTE: Please provide the original and one copy of the articles.

8,24

ARTICLE OF INCORPORATION

OF

BIG LIFE ENTERTAINMENT, INC.

The undersigned subscribers to these Articles of Incorporation, natural persons competent to contract hereby form a corporation under the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

BIG LIFE ENTERTAINMENT, INC.

ARTICLE II. NATURE OF BUSINESS

The corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida namely but not limited to Event Promotions, Artist Management, Sales & Marketing and Marketing & Adverting.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time shall be as follows: Ten Thousand (10,000) shares of common stock having a par value of \$1.00 per share. The consideration to be paid for each share shall be as fixed by the board of directors, and may take the form of services rendered, cash, property, or any other from deem satisfactory by the board of directors.

ARTICLE IV. INITIAL CAPITAL

The amount of capital with which this corporation will begin business shall not be less than Five Hundred Dollars (\$500.00).

ARTICLE V. TERM OF EXISTENCE

The corporation is to exist perpetually.

ARTICLE VI. ADDRESS

The initial street address of the principal office of the corporation in the State of Florida shall be 2469 John Young Parkway Suite P. Orlando, FL 32804. The board of directors may from time to time move the principal office to any other place or places as may be designated by the board of directors.

ARTICLE VII. DIRECTORS

The corporation shall have one director initially. The number of directors may be increased or diminished from time to time, by by-laws adopted by the stockholders, but shall never be less than one.

At all times during which this corporation is authorized to have two directors, term "board of directors" as used herein shall mean the two directors of this corporation.

ARTICLE VIII. DIRECTORS' POWERS

The board of directors shall have the power to fix or change salaries of the directors, as directors and as officers, to restrict the transfer of stock by stock by stockholders, to indemnify directors and officers against liability for their good faith acts and omissions to permit contracts or other transactions between the corporation and one or more of its directors individually or business in which one or

more of its directors are interested, and to exercise such other powers of the corporation as are not inconsistent with these articles or with any by-laws that may be adopted by the stockholders.

ARTICLE IX. ORIGINAL DIRECTORS

The name and address of the member of the board of director is:

<u>NAME</u>

ADDRESS

Greg Guthrie

2469 John Young Pky. Ste P. Orlando, FL 32804

ARTICLE X. SUBCRIBERS

The name and address of the subscriber to this Articles of Incorporation is:

<u>NAME</u>

ADDRESS

Greg Guthrie

2469 John Young Pky Ste. P. Orlando, FL 32804

ARTICLE XI. REGISTERED OFFICE AND REGISTERED AGENT

The street address of the office registered for the corporation shall be c/o Greg Guthrie 2469 John Young Parkway Suite P. Orlando, FL 32804. The initial registered agent shall be Greg Guthrie.

ARTICLE XII. AMENDMENTS

The corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation in the manner now or hereafter prescribed by law, and all rights conferred on stockholders herein are granted and subject to this reservation.

Greg Guthrie

STATE OF FLORIDA I hereby certify that on this day, before me, a notary public, duly authorized in the state and county named above to take acknowledgments, personally appeared Greg Guthrie to me known to be the persons described as subscribers in and who executed the foregoing Article of Incorporation, and acknowledged before me that the subscribed to these Articles of Incorporation. Sworn to and subscribed before me this CHIQUITA SIMPSON My Comm Exp. 12/22/2001 Bonded By Service Ins No. CC686114 Notary Public, State of Florida

Produced Identification

Type ID /∕

ID NO.

CERTIFICATE DESIGNATING

REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of section 607.325, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the office/registered agent, in the State of Florida.

1. The name of the corporation is:

BIG LIFE ENTERTAINMENT, INC.

2. The name and address of the registered agent and office is:

Greg Guthrie

2469 John Young Pky Ste P. Orlando, FL 32804

Signature of Signature

Title President

Date OS 116100

HAVING BENN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THE CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCES OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325 FLORIDA STATES

Signature - Registered Agent

<u>09) |6 | 00</u> Date