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

From: Account Name : FAS-T CORP. AGENTS, INC.
Account Number : 071001002335
Phone : (305) 599-0839
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FLORIDA PROFIT CORPORATION OR P.A.
MOHAGANY PRODUCTIONS, INC.

Certificate of Status	0
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ARTICLES OF INCORPORATION
OF
MAHOGANY PRODUCTIONS, INC.

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The undersigned, acting as incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, Chapter 607 of the Florida Statutes, hereby adopts the following Articles of Incorporation:

ARTICLE I: NAME OF THE CORPORATION

The name of the corporation is MAHOGANY PRODUCTIONS, INC. hereinafter referred to as the "Corporation".

ARTICLE II: PRINCIPAL OFFICE AND MAILING ADDRESS

The address of the principal office and the mailing address of the Corporation is 14705 N. E. 9th Court, Miami, Florida 33161.

ARTICLE III: DURATION

The period of duration of the Corporation shall be perpetual unless dissolved according to law.

ARTICLE IV: PURPOSE

The purpose for which the Corporation is organized is to engage in any and all lawful business for which corporations may be incorporated under Chapter 607, Florida Statute, as amended.

ARTICLE V: AUTHORIZED SHARES

The Corporation is authorized to issue Five Thousand (5,000) shares of common stock with a par value of \$1.00 per share. All stock shall be of one class. The Board of Directors may authorize the issuance of such stock to such person(s) upon such terms and for such consideration as they may deem appropriate. The consideration may consist of any tangible or intangible property or benefit to the Corporation, including cash, promissory notes, services performed, promises to perform services evidenced by a written contract, or other securities of the Corporation.

ARTICLE VI: PREEMPTIVE RIGHTS

The Corporation elects to have preemptive rights. Every shareholder, upon the sale for cash of any new or reissued stock of the Corporation, shall have the right to purchase his pro-rata share thereof at the price at which it is offered to others.

ARTICLE VII: INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The street address of the Corporation's initial registered office is 14705 N. E. 9th Court, Miami, FL 33161; and the registered agent at that office is Jean Longchamps, Jr.

ARTICLE VIII: INITIAL BOARD OF DIRECTORS

The Corporation shall have one (1) director constituting the initial Board of Directors. The number of directors may be increased or decreased from time to time by the bylaws.

The initial Board of Directors of the Corporation shall be comprised of:

Jean Longchamps, Jr.
14705 N. E. 9th Court
Miami, Florida 33161

ARTICLE IX: OFFICERS

The Board of Directors shall elect the following officers: President, Vice President, Secretary and Treasurer, and such other officers as the By-Laws of this corporation may authorize the directors to elect from time to time. Initially, such officers shall be elected at the first annual meeting of the Board of Directors. Until such election is held, the following persons shall serve as corporate officers:

	NAME	ADDRESS
PRESIDENT	Jean Emanuel Destin	15605 N. W. 2 nd Court Miami, Florida 33169
VICE PRESIDENT	Wesner Parisse	9430 Channing Dr., Apt. 1704 Tampa, Florida 33617
SECRETARY	Jean Longchamps, Jr.	14705 N. E. 9 th Court Miami, Florida 33161
TREASURER	Philip Lorinne	9428 Channing Dr., Apt. 1802 Tampa, Florida 33617

ARTICLE X: INDEMNIFICATION

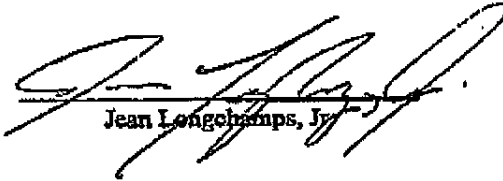
The corporation may be empowered to indemnify any officer or director, or any former officer or director in the manner set out and provided for in the bylaws of this corporation.

ARTICLE XI: AMENDMENT OF ARTICLES

The power to adopt, alter, amend or repeal the Articles of Incorporation of this corporation shall be vested in the shareholders by a majority vote.

ARTICLE XII: INCORPORATOR

IN WITNESS WHEREOF, I, Jean Longchamps, Jr., the undersigned incorporator, have signed these Articles of Incorporation on this 7th day of November, 2000, and acknowledged the same to be my act.


Jean Longchamps, Jr.

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN THIS STATE; NAMING AGENT UPON
WHOM PROCESS MAY BE SERVED**

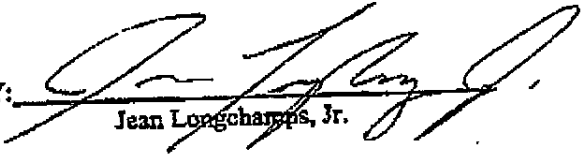
Pursuant to the provisions of Chapters 48.091 and 607.0501 of the Florida Statutes, the following is submitted, in compliance with said Acts:

First—That MAHOGANY PRODUCTIONS, INC. desiring to organize under the laws of the State of Florida with its principal office as indicated in the Articles of Incorporation in the City of Miami, County of Dade, State of Florida, has named Jean Longchamps, at 14705 N. E. 9th Court, in the City of Miami, County of Dade, State of Florida, as its agent to accept service of process within this state.

-Acceptance of Agent-

ACKNOWLEDGMENT:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

BY: 
Jean Longchamps, Jr.
DATE: 11.07.00

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