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REPLY TO:

MIAMI

November 15, 2000

Department of State
Division of Corporations
409 E. Gaines Street
Tallahassee, Florida 32399

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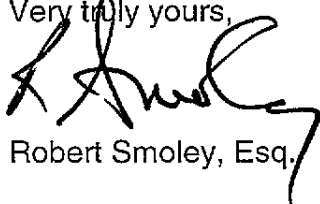
Re: New filing for corporation

Dear Department Representative:

Enclosed is an original Articles of Incorporation for Sick Entertainment, Inc., together with the filing fee of \$78.75.

Should you have any questions regarding the above, please do not hesitate to contact me at any time.

Very truly yours,



Robert Smoley, Esq.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 NOV 17 PM 1:07

11/20/00

**ARTICLES OF INCORPORATION
OF
SICK ENTERTAINMENT, INC.**

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 NOV 17 PM 1:07

The undersigned incorporator hereby forms a corporation
under Chapter 607 of the laws of the State of Florida.

ARTICLE I - NAME

The name of the corporation shall be:

SICK ENTERTAINMENT, INC.

The address of the principal office of this corporation shall be 2240 N. E. 174th
Street, North Miami Beach, Florida 33160, and the mailing address of the corporation shall
be the same.

ARTICLE II - NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business
permitted under the laws of the United States, the State of Florida or any other state,
country, territory or nation.

ARTICLE III - CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have
outstanding at any one time is 500 shares of common stock having \$1.00 par value per
share.

ARTICLE IV - ADDRESS

The street address of the initial registered office of the corporation shall be 2240 N.
E. 174th Street, North Miami Beach, Florida 33160 and the name and address of the initial
registered agent of the corporation is Mark Benshumuel.

ARTICLE V - TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI – INITIAL OFFICERS & DIRECTORS

The name and street address of the initial officers and directors to these Articles of Incorporation are:


Mark Benshumuel
2240 N. E. 174th Street
North Miami Beach, FL 33160

President/Director

Juan Vivanco
2240 N. E. 174th Street
North Miami Beach, FL 33160

Secy/Treasurer/Director

IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal, on this 30 day of August, 2000.


Mark Benshumuel, President

**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 Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

FIRST: SICK ENTERTIANMENT, INC., desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation, in North Miami Beach, Florida, has named:

MARK BENSHUMUEL

as its agent to accept service of process within this state.

ACKNOWLEDGMENT: Having been named to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept

to act in this capacity, and agree with the provisions of said Act relative to keeping open said office.


MARK BENSHUMUEL, Registered Agent

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 NOV 17 PM 1:07