TRANSMITTAL LETTER

Department of State Di P. Ta

Division of Corporations	•				
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Enclosed is an original and one(1) copy of the article	es of incorporation and	a check fo	or:		
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AUTHORIZATION BY PHONE TO CORRECT CORP NAME					
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NOTE: Please provide the original and one copy of the articles.

Articles of Incorporation of Brass Ring Entertainment, Inc.

OI MAR -7 AM 10: 00

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

Article 1: Name

The name of the corporation is BRASS RING Enfertainment, INC.

The address of the principal office of this corporation shall be: c/o Harrison Klein

1780 NE 191st., Suite 310 No. Miami Beach, Fl. 33179

Article 2: 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 3: Principle Office

The principle office and post office address of the Corporation shall be:

1780 NE 191st, Suite 310, No. Miami Beach, Fl. 33179

Article 4: Registered Agent

The street address of the registered agent of this Corporation is:

1780 NE 191st, Suite 310 No. Miami Beach, Fl. 33179

and the name of the agent of this corporation at that address is

HARRISON KLEIN

Article 5: Capital Stock

The number of shares of stocks that this corporation is authorized to have outstanding at any one time is 100 shares of common stock having no par value per share.

Article 6: Term of Existence

This corporation is to exist perpetually.

Article 7: Directors

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors subject to any limitation set forth in these Articles of Incorporation. This corporation shall have ONE Director, initially. The names and addresses of the initial member(s) of the Board of Directors are:

DIRECTOR: HARRISON KLEIN, 1780 NE 191st, Suite 310 No. Miami Beach, Fl. 33179

Article 8: Officers

The officers of this Corporation shall be a President, a Vice President, a Secretary, a Treasurer and such assistants to such officers as the Board of Directors may deem appropriate.

8.1 Initial Officers: The names and addresses of the initial officers of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

HARRISON KLEIN, President, Secretary, Treasurer.

Article 9: Incorporator

The name and street address of the incorporator to these articles of incorporation is:

Harrison Klein 1780 NE 191st, Suite 310 No. Miami Beach, Fl. 33179

IN WITNESS WHEREOF, the undersigned incorporator has hereunto set his hand and seal this 5th day/of March, 2001

ACCEPTANCE OF REGISTERED AGENT DESIGNATED IN ARTICLES OF INCORPORATION

Harrison Klein having a business office located at 1780 NE 191st, suite 310, No. Miami Beach, Fl. 33179 having been designated as the registered agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.