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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
Fax Number : (305) 716-0346

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FLORIDA PROFIT CORPORATION OR P.A.**IDEAS IN BOX PRODUCTIONS, INC.**

Certificate of Status	0
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**ARTICLES OF INCORPORATION
OF
IDEAS IN BOX PRODUCTIONS, INC.**

THE UNDERSIGNED INCORPORATOR, FOR THE PURPOSE OF FORMING A CORPORATION UNDER THE FLORIDA GENERAL CORPORATE ACT, HEREBY ADOPTS THE FOLLOWING ARTICLES OF INCORPORATION.

ARTICLE I: NAME

THE NAME OF THE CORPORATION SHALL BE:
IDEAS IN BOX PRODUCTIONS, INC.

ARTICLE II: NATURE OF THE BUSINESS

THIS CORPORATION MAY ENGAGE IN OR TRANSACT ANY OR TRANSACT ANY OR ALL LAWFUL ACTIVITIES OR BUSINESS PERMITTED UNDER THE LAWS OF THE UNITED STATES, THE STATE OF FLORIDA, AND ANY OTHER STATE COUNTRY, TERRITORY OR NATION. THE PRINCIPAL PLACE OF THE BUSINESS AND MAILING ADDRESS OF THIS CORPORATION SHALL BE:
IDEAS IN BOX PRODUCTIONS, INC.
2920 POINT EAST DR.#N-503
AVENTURA, FL 33160

ARTICLE III: CAPITAL STOCK

THE AGGREGATE NUMBER OF SHARES OF STOCK AND ITS PAR VALUE THAT THIS CORPORATION IS AUTHORIZED TO ISSUED AND HAVE OUTSTANDING AT ANY ONE TIME IS: 100,000 SHARES OF THE COMMON STOCK, PAR VALUE \$1.00 PER SHARE.

ARTICLE IV: TERM OF EXISTENCE

THIS CORPORATION SHALL EXIST PERPETUALLY

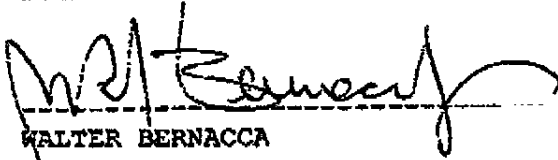
ARTICLE V: OFFICERS AND DIRECTORS

THE NAMES AND STREET ADDRESSES OF THE INITIAL OFFICER AND DIRECTOR, WHO SHALL HOLD OFFICE THE FIRST DAY OF THE CORPORATION EXISTENCE UNTIL THEIR SUCCESSORS ARE ELECTED ARE:

PD: WALTER BERNACCA
2920 POINT EAST DR.#N-503
AVENTURA, FL 33160

ARTICLE VI: INCORPORATOR
THE NAME AND STREET ADDRESSES OF THE INCORPORATOR TO THESE ARTICLES OF INCORPORATION.
WALTER BERNACCA
2920 POINT EAST DR.#N-503

AVENTURA, FL 33160
IN WITNESS WHEREOF, THE UNDERSIGNED INCORPORATOR HAS EXECUTED
THESE ARTICLES OF INCORPORATION THIS MARCH 28, 2001
SIGNATURE OF INCORPORATOR


WALTER BERNACCA

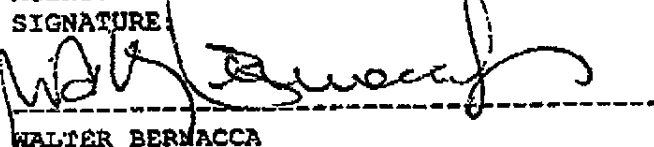
**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 OF THE FLORIDA
STATUTES, THE UNDERSIGNED CORPORATION SUBMITS THE FOLLOWING
STATEMENT IN DESIGNATING THE REGISTERED OFFICE/AGENT, IN THE
STATE OF FLORIDA.

1. THE NAME OF THE CORPORATION IS:
IDEAS IN BOX PRODUCTIONS, INC.
 2. THE NAME AND ADDRESS OF THE REGISTERED AGENT AND OFFICE IS:
WALTER BERNACCA
2920 POINT EAST DR.#N-503
AVENTURA, FL 33160.
- SIGNATURE:


WALTER BERNACCA

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF
PROCESS FOR THE ABOVE STATED CORPORATION AT THE DESIGNATED PLACE
IN THE CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS
REGISTERED AND AGREED 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.

SIGNATURE:

WALTER BERNACCA

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