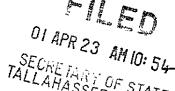


UCC FILING & SEARCH SERVICES, INC.

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844324/7000U

April 23, 2001

CORPORATION NAME (S) AND DOCUMENT NUMBER (S):

Starflight Productions, Inc.

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| ļ | | Filing Evidence | Type of Document |
| | \boxtimes | Plain/Confirmation Copy | □ Certificate of Status |

- ☑ Plain/Confirmation Copy
- □ Certified Copy
- ☐ Certificate of Good Standing
 - □ Articles Only

- **Retrieval Request**
- □ Photocopy
- □ Certified Copy

- □ All Charter Documents to Include Articles & Amendments
- ☐ Fictitious Name Certificate
- □ Other

| NEW FILINGS | |
|-------------------|--|
| Profit | |
| Non Profit | |
| Limited Liability | |
| Domestication | |
| Other | |
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| AMENDMENTS | |
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| Amendment | |
| Resignation of RA Office | er/Director =04, 23/01==01060==(********0.00 ****** |
| Change of Registered Ag | ************************************* |
| Dissolution/Withdrawal | |
| Merger | |

| OTHER FILINGS | | |
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| | Annual Reports | |
| | Fictitious Name | |
| | Name Reservation | |
| | Reinstatement | |

| REGISTRATION/QUALIFICATION | |
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DEPARTMENT OF STATE

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4. BRYAN APR 2 3 2001

ARTICLES OF INCORPORATION

OF

STARFIGHT PRODUCTIONS, INC.

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The undersigned, for the purpose of forming a Corporation under the Florida Business Corporations Act, does hereby adopt the following Articles of Incorporation.

Article I - Name and Address

The name of this Corporation is Starfight Productions, Inc.
The principal place of business of this Corporation shall be 1773
W. Fletcher Ave., Tampa, Florida, 33612, or such other place as may be designated by the Board of Directors.

Article II - Capital Stock

The Corporation shall have the authority to issue 1,000 shares of common stock, no par value.

Article III - Initial Registered Office and Agent

The street address of the initial registered office of this Corporation is 1773 W. Fletcher Ave., Tampa, Florida, 33612. The initial registered agent of this Corporation is Randy M. Feldman.

Article IV - Incorporator

The name and address of the person signing these Articles as the incorporator is:

Randy M. Feldman 1773 W. Fletcher Ave. Tampa, Florida 33612

IN WITNESS WHEREOF, the undersigned Incorporator has

executed these Articles of Incorporation, this # day of April, 2001.

Randy M. Feldman

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THESE ARTICLES OF INCORPORATION, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.0505 FLORIDA STATUTES.

Randy M. Feldman,

Registered Agent

Date

OI APR 23 AN IO: 54
SECKLIARY OF STATE
ANASSEE, FLORID