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Florida Department of State
Division of Corporations
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FLORIDA PROFIT CORPORATION OR P.A.

FLORIDA STARZ, INC.

new name Florida Starz Talent & Modeling Agency, Inc.

Certificate of Status	0
Certified Copy	0
Page Count	05
Estimated Charge	\$70.00

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ARTICLES OF INCORPORATION

OF

FLORIDA STARZ TALENT & MODELING AGENCY, INC.

ARTICLE I
NAME

The name of the corporation shall be:

FLORIDA STARZ TALENT & MODELING AGENCY, INC.

ARTICLE II
PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

7154 N. University Drive
#322
Fort Lauderdale, Florida 33321

ARTICLE III
DURATION

This corporation shall have perpetual existence.

ARTICLE IV
PURPOSE

This corporation is organized for the purpose of any lawful business in the state of
Florida.

ARTICLE V
CAPITAL STOCK

This corporation is authorized to issue Ten Thousand shares of One Dollar (\$1.00),
par value common stock.

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ARTICLE VI
PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VII
INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is:

7154 N. University Drive
#322
Fort Lauderdale, Florida 33321

and the name of the initial registered agent of this corporation at that address is:

ADRIANE CLARE DENER A/K/A/ ADRIANE CLARE

ARTICLE VIII
INITIAL BOARD OF DIRECTORS, OFFICERS

This corporation shall have one (1) Director who shall also serve as officers of the corporation. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The name and address of the Director and officer is as follows:

ADRIANE CLARE DENER A/K/A/ ADRIANE CLARE
7154 N. University Drive
#322
Fort Lauderdale, Florida 33321

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ARTICLE VIII
INCORPORATOR

The name and address of the Incorporator signing these Articles is:

ADRIANE CLARE DENER A/K/A/ ADRIANE CLARE
7154 N. University Drive
#322
Fort Lauderdale, Florida 33321

ARTICLE IX
INDEMNIFICATION

The corporation shall indemnify any officer, director, or any former officer or director, to the full extent permitted by law.

ARTICLE X
AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporation has executed these Articles of Incorporation this 30TH day of April, 2001.

Adriane Clare Dener
ADRIANE CLARE DENER A/K/A/ ADRIANE CLARE
Incorporator
AKA Adriane Clare

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STATE OF Florida)
COUNTY OF Broward) ss.

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared Adriane Chre Duff who produced Florida Driver's License D. 560. 003. 50. 555. 0. as identification and to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, In the State and County aforesaid, this 30TH day of April, 2001.

Maria L. Turan
NOTARY PUBLIC, State of Florida

(SEAL)

My Commission Expires:



Maria L. Turan
Commission # CC981227
Expires Nov. 12, 2004
Bridget Thru
Atlantic Bonding Co., Inc.

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CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of section 807.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is

FLORIDA STARZ TALENT & MODELING AGENCY, INC.

2. The name and address of the registered agent and office is:

ADRIANE CLARE DENER A/K/A/ ADRIANE CLARE
7154 N. University Drive
#322
Fort Lauderdale, Florida 33321

SIGNATURE: Adriane Clare Dener AKA Adriane Clare
ADRIANE CLARE DENER a/k/a/ ADRIANE CLARE
President

DATE: 4/30/01

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.

SIGNATURE Adriane Clare Dener
ADRIANE CLARE DENER a/k/a/ ADRIANE CLARE
Registered Agent
AKA Adriane Clare

DATE 4/30/01

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