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### FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State

May 23, 2001

EXPRESS CORPORATE FILING SERVICE INC. 1000 PONCE DE LEON BLVD, SUITE 101 CORAL GABLES, FL 33134

SUBJECT: @ PRODUCTIONS, INC. Ref. Number: W01000011799

We have received your document for @ PRODUCTIONS, INC. and check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

#### Adding "of Florida" or "Florida" to the end of a name is not acceptable.

If you have any further questions concerning your document, please call (850) 487-6915.

Pamela Smith Document Specialist New Filings Section

Letter Number: 801A00031855

## ARTICLES OF INCORPORATION FOR GAIA FILMS, INC.

01 MAY 29 PM 4: 14

SECRETARY OF STATE TALLAHASSEE, FLORIDA

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

#### ARTICLE I NAME

The name of the corporation shall be:

GAIA FILMS, INC.

#### ARTICLE II PRINCIPAL OFFICE

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

#### 1560 PENNSYLVANIA AVE. #14 MIAMI BEACH, FL 33139

#### ARTICLE III NATURE

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

#### ARTICLE IV CAPITAL STOCK

The maximum number shares of stock that this corporation is authorized to have outstanding at any one time is 100 shares of common stock having a par value of \$1.00 per share.

#### ARTICLE V TERM OF EXISTENCE

This corporation shall exist perpetually.

#### ARTICLE VI INITIAL OFFICERS/DIRECTORS

The name(s) and street address(es) of the initial officer(s) and director(s), if any, who shall hold office the first year of the corporation's existence or until their successor(s) is(are) elected, is(are):

OMAR TINOCO (P) FABIOLA BORGES (V) 1560 PENNSYLVANIA AVE. #14 MIAMI BEACH, FL 33139

01 MAY 29 PM 4: 14

ARTICLE VII INCORPORATOR(S) SECRETARY OF STATE

The name(s) and address(es) of the Incorporator(s) to the Article of Incorporation are:

OMAR TINOCO (P) FABIOLA BORGES (V) 1560 PENNSYLVANIA AVE. #14 MIAMI BEACH, FL 33139

Signature of

#### ARTICLE VIII REGISTERED AGENT

The name and address of the Registered Agent to these Articles of Incorporation are:

#### OMAR TINOCO 1560 PENNSYLVANIA AVE. #14 MIAMI BEACH, FL 33139

Having been named as registered and to accept service of process for the above started corporation at the place designated in this certificate, I hereby accept the appointment as registered agent an 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.