SCHWARZ & ARRICK P.A.

Polo 000 687 96

July 6, 2001

Florida Division of Corporations 409 East Gaines Street Tallahassee, Florida 32399

re: Children of God Entertainment, Inc.

200004467352--1 -07/10/01--01052--001 *****78.75 *****78.75

Dear Sirs,

Enclosed please find check for \$78.75.

Please incorporate the proposed corporation and send us a stamped copy of the Articles reflecting the incorporation having taken place.

Thanks

Very truly yours,

JEFFREY SCHWARZ

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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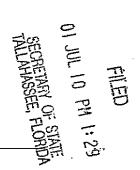
JUL 1 2 2001

Telephone: $305 - 944 - 7600 \Rightarrow Fax: 305 - 944 - 9771$

ARTICLES OF INCORPORATION

OF

CHILDREN OF GOD ENTERTAINMENT, INC.



The undersigned, acting as incorporator of a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation for such Corporation.

ARTICLE I- NAME

The name of this corporation is CHILDREN OF GOD ENTERTAINMENT, INC.

ARTICLE II-PURPOSE

The corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE III-DURATION OF CORPORATION

The period of duration for this corporation is perpetual.

ARTICLE IV- CAPITAL STOCK

The aggregate number of shares which this corporation is authorized to issue is

one hundred (100). Such shares shall be of a single class, and shall have a par value of one hundred dollars (\$100.00) per share.

ARTICLE V-PRE-EMPTIVE RIGHTS

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

ARTICLE VI-INITIAL PRINCIPAL OFFICE AND AGENT

The initial street address of the initial principal office of this corporation is: 15754 NW 7th Avenue, Apt. I, Miami, Florida 33169.

The name of the initial registered agent of this corporation is CYNTHIA JANVIER at 15754 NW 7th Avenue, Apt. 1, Miami, Florida 33169.

ARTICLE VII- INITIAL BOARD OF DIRECTORS

The number of directors of this corporation shall be two. The number of directors may be either increased or decreased or diminished from time to time by the bylaws but shall never be less than two. The names and addresses of the initial directors of this corporation are as follows:

CYNTHIA JANVIER- 15754 NW 7th Avenue, Apt. 1, Miami, Florida 33169 and WILTHON CHARLES- 15754 NW 7th Avenue, Apt. 1, Miami, Florida 33169.

ARTICLE VIII- INCORPORATORS

The names and addresses of the persons signing these Articles are:

CYNHIA JANVIER-15754 NW 7th Avenue, Apt. 1, Miami, Florida 33169 and

WILTHON CHARLES-15754 NW 7th Avenue, Apt. 1, Miami, Florida 33169

In witness whereof the undersigned subscribers have executed these Articles of Incorporation

this 2nd day of July, 2001.

CYNTHIA JANVIER

WILTHON CHARLES

STATE OF FLORIDA:

COUNTY OF MIAMI-DADE:

Before me, a Notary Public, authorized to take oaths and acknowledgements in this State and County appeared the following individuals: CYNTHIA JANVIER AND WILTHON CHARLES.

Said individuals are known to me to be the persons who executed the foregoing Articles of Incorporation and they acknowledged before me that the Articles of Incorporation were in fact executed by the above persons with full knowledge of their meaning and import.

IN WITNESS WHEREOF, I have set my hand and affixed my seal in the aforementioned County and State this 2nd DAY OF July, 2001.

NOTARY PUBLIC, STATE OF FLORIDA

JEFFREY A. SCHWARZ

My consmission Paragraph Round [] Other I.D.

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, AND NAME OF AGENT UPON WHOM SUCH PROCESS MAY BE SERVED

In pursuance of Chapter 48.091 Florida Statutes, the following is submitted, in compliance with said Act:

CHILDREN OF GOD ENTERTAINMENT, INC., desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation, in the following location: 15754 NW 7th Avenue, Apt. 1, Miami, Florida 33169.

has named the following individual as the address indicated below as its agent to accept service of process within this State:

CYNTHIA JANVIER at 15754 NW 7th Avenue, Apt. 1, Miami, Florida 33169
ACKNOWLEDGMENT BY REGISTERED AGENT:

Having been named at this time to accept service of process for the above corporation, at the place designated in the Certificate, I hereby agree to accept to act in this capacity and agree to comply with the provision of said Act relative to keeping open said office.

TA GOVERNO

REGISTERED AGENT

SECHETARY OF STALLAHASSEE

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