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EXPRESS CORPORATE FILING SERVICE INC.

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CORAL GABLES, FL 33134 305-444-4994

(City, State, Zip)

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OFFICE USE ONLY

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. HERZ PRODUCTION, INC.
(Corporation Name) (Document #)

2. _____
(Corporation Name) (Document #)

3. _____
(Corporation Name) (Document #)

4. _____
(Corporation Name) (Document #)

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NEW FILINGS	
<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

FILED
01 JUL 27 PM 12:20
SECRETARY OF STATE
TALLAHASSEE FLORIDA

Examiner's Initials

ARTICLES OF CORPORATION

HER PRODUCTION INC.

FILED
01 JUL 27 PM 12:20
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned Corporate(s) for the purpose of forming Corporation under the Florida Business Corporation Act, hereby adopt the following Articles of Corporation.

ARTICLES I NAME

The name of the corporation shall be HER PRODUCTION, INC.

ARTICLES II. PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be: 228 Ketch Drive, Sunrise, FL 33326

ARTICLES III CAPITAL STOCK

The number shares of stock to this corporation are authorized to have outstanding at a one time is ONE HUNDRED (100) SHARES AT FIVE (5.00) DOLLARS PAR VALUES

ARTICLES IV RESIDENT AGENT

The name and address of the initial registered agent is: HERNANDO BARRERA with resident at 228 Ketch Drive, Sunrise, FL 33326.

ARTICLES V INCORPORATORS (S)

The name(s) and street address(es) of the incorporator(s) to these Articles of Corporation is (are):

HERNANDO BARRERA
228 Ketch Drive,
Sunrise FL 33326

ANA MILENA VILLAREAL
228 Ketch Drive
Sunrise FL 33326

CARLOS H. BARRERA
228 Ketch Drive
Sunrise FL 33326

SANDRA BARRERA
228 Ketch Drive
Sunrise FL 33326

ARTICLES VI DIRECTOR (S)

The name(s) and street address (as) of the directors(s) to these Articles of Corporation is (are):

HERNANDO BARRERA 228 Ketch Drive Sunrise FL 33326	25% of shares	President
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ANA MILENA VILLAREAL 228 Ketch Drive Sunrise FL 33326	25% of shares	Vice-President
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CARLOS H. BARRERA 228 Ketch Drive Sunrise FL 33326	25% of shares	Treasurer
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SANDRA BARRERA 228 Ketch Drive Sunrise FL 33326	25% of shares	Secretary
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The undersigned Corporation(s) has (have) executed these Articles of Corporation this 16th day of July 2001.


HERNANDO BARRERA


CARLOS H. BARRERA


ANA MILENA VILLAREAL


SANDRA BARRERA

CERTIFICATE OF DESIGNATION

REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of sections 607.0501 or 617.0501, 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:

HER PRODUCTION INC.

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

HERNANDO BARRERA
228 Ketch Drive
Sunrise FL 33326

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.


HERNANDO BARRERA

DATE: July 16th, 2001

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SECRETARY OF STATE
TALLAHASSEE FLORIDA