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To:

Division of Corporations

: (850) 205-0381 Fax Number

From:

Account Name

: CORPORATE CREATIONS INTERNATIONAL INC.

Account Number: 110432003053

: (305) 672-0686

Fax Number

: (305)672-9110

FLORIDA PROFIT CORPORATION OR P.A.

Blue Mashroom Music & Fashion, Inc.

Certificate of Status	1
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ARTICLES OF INCORPORATION

Article I. Name

The name of this Florida corporation is: Blue Mashroom Music & Fashion, Inc.

Article II. Address

The Corporation's mailing address is: Blue Mashroom Music & Fashion, Inc. 710 NE 31st Street Pompano Beach FL 33064

Article III. Registered Agent

The name and address of the Corporation's registered agent is: Chaim Gveta 710 NE 31st Street Pompano Beach FL 33064

Article IV. Board of Directors

The name of each member of the Corporation's Board of Directors is: Moshe Hasni

The affairs of the Corporation shall be managed by a Board of Directors consisting of no less than one director. The number of directors may be increased or decreased from time to time in accordance with the Bylaws of the Corporation. The election of directors shall be done in accordance with the Bylaws. The directors shall be protected from personal liability to the fullest extent permitted by applicable law.

Corporate Creations International Inc. 941 Fourth Street #200 Miami Beach FL 33139 (305) 672-0686

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Article V. Capital Stock

The Corporation shall have the authority to issue 1,000 shares of common stock, par value \$1.00 per share.

Article VI. Incorporator

The name and address of the incorporator is: Corporate Creations International Inc. 941 Fourth Street #200 Miami Beach FL 33139

Article VII. Corporate Existence

These Articles of Incorporation shall become effective and the corporate existence will begin on July 27, 2001.

The undersigned incorporator executed these Articles of Incorporation on July 27, 2001.

CORPORATE CREATIONS INTERNATIONAL INC.

Stephen T. Samuel Vice President

Corporate Creations International Inc. 941 Fourth Street #200 Miami Beach FL 33139 (305) 672-0686

CERTIFICATE OF DESIGNATION REGISTERED AGENT/OFFICE

CORPORATION:

Blue Mashroom Music & Fashion, Inc.

REGISTERED AGENT/OFFICE:

Chaim Gveta
710 NE 31st Street
Pompano Beach FL 33064

I agree to act as registered agent to accept service of process for the corporation named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.

CHAIM GVETA

by S.T. Samuel as attorney-in-fact

Date: July 27, 2001

DIVISION OF CORPORATIONS

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Corporate Creations International Inc. 941 Fourth Street #200 Miami Beach FL 33139 (305) 672-0686