

BIG KAHUNA PRODUCTIONS, INC.

Certificate of Status	0
Certified Copy	1
Page Count	04
Estimated Charge	\$78.75

Rublic Accese Help Electronic Filing Manus Corporate Filipa R2004 82-3

F. CH483657

AUG

CAPITAL CONNECTION

850 222 1222

08/07 '01 14:48 NO.556 02/06



August 7, 2001

CAPITAL CONNECTION, INC.

P

SUBJECT: BIG KAHUNA PRODUCTIONS, INC. REF: W01000018239

We received your electronically transmitted document. However, the document has not been filed. Flease make the following corrections and refax the complete document, including the electronic filing cover sheet.

The person designated as registered agent in the document and the person signing as registered agent must be the same.

The person designated as incorporator in the document and the person signing as incorporator must be the same.

If you have any further questions concerning your document, please call (850) 245-6867.

Neysa Culligan Document Specialist New Filing Section FAX Aud. #: H01000088058 Letter Number: 701A00045387

Division of Corporations - P.O. BOX 6327 - Tallahassee, Florida 32314

(850)487-6013

=> CAPITAL CONNECTION ,TEL=850 222 1222

08/07 '01 14:48 NO.556 03/06



Articles of Incorporation For BIG KAHUNA PRODUCTIONS, INC.

The undersigned for the purpose of forming a Corporation for profit under Florida Business Corporation Act, adopts the following Articles of Incorporation:

Article I Name of Corporation

The name of this corporation shall be BIG KAHUNA PRODUCTIONS, INC.

Article II Furposcs

The general purposes for which the corporation is organized is to transact any lawful business for which corporations may be incorporated under the Florida Business Corporation Act.

Article III Capital Stock

The maximum number of shares of stock that the corporation is authorized to have outstanding at any time shall be 1000 shares of common stock at \$1.00 per share par value.

The consideration to be paid for each share shall be payable in lawful money or property, labor or services.

Each shareholder shall have the first right to purchase shares (and securities convertible into shares) of any class, or series of stock in this corporation that may from time to time be issued (whether or not presently authorized), including shares from the treasury of this corporation, in the ratio that the number of shares each shareholder holds at the time of issue bears to the total number of shares outstanding, exclusive of treasury shares. This right shall be deemed waived by any shareholder who does not exercise it and pay for the shares preempted within thirty (30) days of receipt of a notice in writing from the corporation, stating the prices, terms and conditions of the issue of shares, and inviting him/or her to exercise his/or her preemptive rights.

Article IV Duration

This corporation shall have perpetual existence.

Article V Board of Directors and Officers

The corporation shall have a Board of Directors consisting of at least one person. The number of Directors may be increased or decreased from time to time by a resolution of the majority of the Shareholders but shall never be less than one. The name and address of the Initial Directors of this corporation are:

Ruben Bencomo Director, President Treasurer	14020 N.W. 87 th Court Miami, Florida 33018
Marino Portuondo	14020 N.W. 87 th Court
Director, Vice-President	Miami, Florida 33018
Samuel Miranda	14020 N.W. 87 th Court
Director, Secretary	Miami, Florida 33018

Article VI Informal Shareholder Action

Any action that may be taken at a Shareholder's meeting may be taken without a meeting if consent in writing, setting firth the action so taken, shall be signed by all the Shareholders entitled to vote upon such action and filed with the Secretary of the corporation as part of the corporate records.

Article VII Informal Director Action

If all of the Directors severally or collectively consent in writing to any actiontaken or to be taken by the corporation, and the writings evidencing their consent are filed with the Secretary of the corporation, the action shall be as valid as though it had been authorized at a meeting of the Board of Directors.

Article VIII Indemnification

The corporation may indemnify any officer or director, or any former officer or director in the manner set out and provided for in the bylaws of the corporation.

Article IX Bylaw Amendment

The power to adopt, alter, amend or repeal the bylaws of the corporation shall be vested in the Board of Directors provided that such amendment is in compliance with the laws of Florida governing corporation.

Article X Registered Agent

The address of this Corporation's initial registered office and the designated initial registered agent at said address is as follows:

Raul Salas, Esq. Salas, Ede, Peterson & Lage, L.L.C. 6333 Sunset Drive South Miami, Florida 33143

Article XI Incorporator

The name and address of the incorporator is as follows:

Raul Salas

6333 Sunset Drive South Miami, Florida 33143

Article XII Corporate Address

The mailing address of the corporation is as follows:

6333 Sunset Drive South Miami, Florida 33143

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation in the State of Florida, on this _____ day of August, 2001.

Raul Salas, Incorporator

IN WITNESS WHEREOF, the undersigned hereby accepts the appointment of Registered Agent, and states that it is familiar with, and accepts the obligations provided for Section 607.0505 <u>Florida Statutes</u>.

Raul Salas, Esq.

Salas, Ede, Peterson & Lage, L.L.C. 6333 Sunset Drive South Miami, Florida 33143

=> CAPITAL CONNECTION , TEL=850 222 1222

STATE OF FLORIDA))SS COUNTY OF DADE)

{Notary Seal}

The preceding or attached instrument was acknowledged before me on <u>Huguet</u>, 2001 by Raul Salas, <u>he is personally known to me</u> or has produced _______as identification and did not take onth.

Signature of Notary Public

2n/10min aı Print or Type Name of Notary Public

OFFICIAL NOTARY SEAL VIVIAN DOMINGUEZ NOTARY PUBLIC STATE OF FLORIDA COMMISSION NO. CC56843 MY COMMISSION EXP. SEPT 19203

AUG -7 AM 7:54 FILED