Division of Corporations

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Division of Corporations

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From:

Account Name : J.E. OYARCE & ASSOCIATES

Account Number : I19990000186
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FLORIDA PROFIT CORPORATION OR P.A.

Brain Drops Entertainment Group Corporation

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ARTICLE OF INCORPORATION

OF

BRAIN DROPS ENTERTAINMENT GROUP CORPORATION

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I NAME

The name of the incorporation shall be:

BRAIN DROPS ENTERTAINMENT GROUP CORPORATION

The address of the principal office of this corporation shall be: 701 Meridian Avenue Suite 5, Miami Beach, Fl 33139, and the mailing address of the Corporation shall be the same.

ARTICLE II NATURE OF BUSINESS

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

ARTICLE III CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is One hundred dollars (100.00) shares of common stock having \$ 1.00 par value per share.

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ARTICLE IV REGISTERED AGENT

The street of the initial registered office of the corporation shall be 701 Meridian Avenue Suite 5, Miami Beach, Florida 33139, and the name of the initial registered agent of the corporation at that address is Mariela Mastrangelo.

ARTICLE V TERM OF EXISTENSE

This corporation is to exist perpetually.

ARTICLE VI INCORPORATOR

The names and street addresses of the incorporator to these Articles of Incorporation:

FEDERICO LARINO and MARIELA MASTRANGELO

701 Meridian Avenue, Suite 5, Miami Beach, Fl 33139.

IN WITNESS WHEREOF, The undersigned to these articles of Incorporation has hereunto set their hands and seal on this 20^h day of August, 2001.

It's incorporator, Federico Larino

It's incorporator, Mariela Mastrangelo

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ASSIGNMENT BY THE SOLE INCORPORATION OF OF THE ARTICLES OF INCORPORATION OF

BRAIN DROPS ENTERTAINMENT GROUP CORPORATION

Federico Larino and Mariela Mastarngelo as sole Incorporators, for value hereby assigns any and all rights it may have as such incorporator of the following:

Dated August 20, 2001

FEDERICO LARINO

By:

It's Incorporator, Federico Larino

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ACCEPTANCE OF REGISTERED AGENT DESIGNATED IN THE ARTICLES OF INCORPORATION

MARIELA MASTRANGELO, an individual residing in this state, having a
Business office identical with the registered office of the corporation named below, and
having been designated as the Registered Agent, in the above and foregoing Articles of
Incorporation of: BRAIN DROPS ENTERTAINMENT GROUP CORPORATION, is familiar
with and accepts the obligations of the position of Registered Agent under Section 607.0505,
Florida Statutes.

By ______MARIELA MASTRANGELO

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