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Florida Department of State
Division of Corporations
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FLORIDA PROFIT CORPORATION OR P.A.

E-MONEE ENTERTAINMENT INCORPORATION

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FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

August 23, 2001

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TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION

OF

E-MONEE ENTERTAINMENT, INC.

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopts the following articles of incorporation :

**ARTICLE I -
NAME**

The name of the Corporation is E-MONEE ENTERTAINMENT, INC.

**ARTICLE II -
DURATION**

This corporation shall have perpetual existence commencing at the time of filing of the Articles of Incorporation with the Department of State.

**ARTICLE III -
NATURE OF BUSINESS**

The nature of the business to be conducted by this corporation is :

1. To transact any and all lawful business for which corporations may be incorporated under the Florida General Corporation Act.
2. To do such other things that are incidental to be foregoing of necessary or desirable in order to accomplish the foregoing.

**ARTICLE IV -
CAPITAL STOCK**

The aggregate number of shares which the Corporation has authority to issue is 1000, all of which shall be common stock having a par value of ONE DOLLAR (\$1.00) per shares.

**ARTICLE V -
PREEMPTIVE RIGHTS**

Each shareholder of any class of stock of this Corporation shall be entitled to full preemptive rights to purchase unissued or treasury stock of the Corporation and any securities of the Corporation convertible into or carrying a right to subscribe to or acquire shares of any such unissued or treasury stock..

**ARTICLE VI -
INITIAL REGISTERED OFFICE AND AGENT**

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The street address of the initial registered office of this corporation is:

1236 SE 4th AVENUE, FT. LAUDERDALE, FL 33316

The initial agent is: KIMBERLY S. DAISE, P.A.

**ARTICLE VII -
PRINCIPAL OFFICE**

The initial street address of the principal office of the Corporation in the State of Florida is:

1000 Corporate Blvd STE 320 Ft Lauderdale FL 33334

**ARTICLE VIII -
BOARD OF DIRECTORS AND OFFICERS**

This corporation shall have ONE director initially. The number of directors may be increased or diminished from time to time as provided for by the By-Laws, but shall never be less than one. The name and addressee of the initial directors is:

President/Director	Estuardo Benavides	1000 Corporate Blvd STE 320 Fort Lauderdale FL 33334
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**ARTICLE IX -
INCORPORATOR**

The name and address the incorporator is:

Estuardo Benavides
1000 Corporate Blvd STE 320
Fort Lauderdale FL 33334

**ARTICLE X -
INDEMNIFICATION**

The corporation shall indemnify any officer or director to the full extent permitted by law.

**ARTICLE XI -
REIMBURSEMENT FOR ORGANIZATIONAL AND CERTAIN OTHER
PRE-INCORPORATION EXPENSES; ADOPTION OF CONTRACTS**

The corporation hereby adopts all contracts made on its behalf by the hereinbefore mentioned Incorporator. The corporation further authorizes its director to reimburse the hereinbefore mentioned Incorporator for any and all expenses incurred on behalf of the Corporation, prior to its Incorporation, and for any and all expenses incurred in the organization and formation of the expenses for which the hereinbefore mentioned Incorporator shall be reimbursed.

**ARTICLE XII -
RIGHT TO AMEND ARTICLES OF INCORPORATION**

The Corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation or any amendment hereto, and any writing inferred upon the shareholders shall be subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 23 day of Aug, 2001.

Estuardo Benavides

8/23/01
Date

STATE OF FLORIDA)

COUNTY OF BROWARD)

SS

BEFORE ME, an officer duly authorized in the State aforesaid and the County aforesaid, to take acknowledgments, personally appeared _____ to me personally known, or having produced identification, _____ to be the persons described in and who executed the same for the purposes therein expressed.

WITNESS MY hand and official seal in the County and State last aforesaid on this 23 day of Aug, 2001.

Kimberly S. Dolbe
NOTARY PUBLIC, STATE OF FLORIDA

My Commission Expires:



Kimberly S. Dolbe
MY COMMISSION : 2000035 EXPIRES
APRIL 23, 2004
BONDED THROUGH FAIR INSURANCE, INC.

FILED

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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**CERTIFICATE OF DESIGNATION OF
REGISTER AGENT/REGISTERED OFFICE**

Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designation the registered office/registered agent, in the State of Florida.

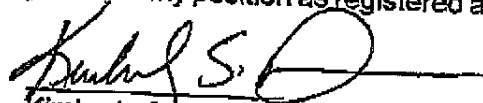
The name of the corporation is:

E-MONEE ENTERTAINMENT, INC.

The name and address of the registered agent and office is

KIMBERLY S DAISE, P.A.
1236 SE 4TH AVENUE
FT. LAUDERDALE, FL 33316

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.


Kimberly S. Daise, P.A.
President

8/23/01
Date

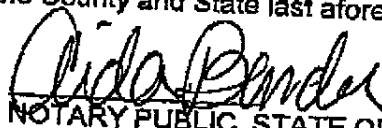
STATE OF FLORIDA)
COUNTY OF BROWARD) SS

BEFORE ME, an officer duly authorized in the State aforesaid and the County aforesaid, to take acknowledgments, personally appeared Kimberly S. Daise for and on behalf of Kimberly S. Daise, P.A. to me personally known, or having produced identification, _____, to be the person described in and who executed the same for the purposes therein expressed.

WITNESS MY hand and official seal in the County and State last aforesaid on this 23 day of Aug 2001.



Aida Bander
My Commission CC776997
Expires September 20 2002


NOTARY PUBLIC, STATE OF FLORIDA

My Commission Expires:

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