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**Florida Department of State
Division of Corporations
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To:

**Division of Corporations
Fax Number : (850)205-0381**

From:

**Account Name : EMPIRE CORPORATE KIT COMPANY
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DIVISION OF CORPORATIONS
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FLORIDA PROFIT CORPORATION OR P.A.

BLUE STAR FILMS, INC.

Certificate of Status	0
Certified Copy	0
Page Count	04
Estimated Charge	\$70.00

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ARTICLES OF INCORPORATION
OF
BLUE STAR FILMS, INC.

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ARTICLE I - NAME

The name of this corporation is BLUE STAR FILMS, INC.

ARTICLE II - PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be: 6289 W. Sunrise Boulevard #256, Sunrise, FL 33313.

ARTICLE III - DURATION

This corporation shall have perpetual existence commencing on the date of the filing of these Articles with the Department of State.

ARTICLE IV - PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE V - CAPITAL STOCK

This corporation is authorized to issue 100 shares of \$1.00 par value common stock which shall be designated "Common Shares".

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 6289 W. Sunrise Boulevard #256, Sunrise, FL 33313 and the name of the initial registered agent of this corporation at that address is Teresa A. Purcell.

Prepared by:

Kim Marks CPA PA
11700 Biscayne Blvd #290
North Miami FL 33181

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ARTICLE VII - INCORPORATORS

The name and address of each person signing these Articles is:

NAME ADDRESS

Teresa A. Purcell

6289 W. Sunrise Boulevard #256
Sunrise, FL 33313

ARTICLE VIII - Officers

The name and title of each officers is:

Teresa A. Purcell

President
Vice President
Secretary
Treasurer

ARTICLE VIII - AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this October 11, 2001.

X Teresa A. Purcell, President
Signature/Title

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CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED:

FIRST—THAT BLUE STAR FILMS, INC.
(Name of Corporation)

DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS PRINCIPAL PLACE OF BUSINESS AT CITY OF SUNRISE, STATE OF FLORIDA, HAS NAMED TERESA A. PURCELL, LOCATED AT 6289 W. Sunrise Boulevard #256, STATE OF FLORIDA, AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA

X SIGNATURE Teresa A. Purcell
(Corporate Officer)

TITLE President

DATE October 11, 2001

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER PERFORMANCE OF MY DUTIES.

X SIGNATURE Teresa A. Purcell
(Resident Agent)

DATE October 11, 2001

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