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3861 NW 3RD PLACE
DEERFIELD BEACH FL
33442

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. _____ 500004657835--2
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- ☐ Walk in ☐ Pick up time ☐ Certified Copy
- ☐ Mail out ☐ Will wait ☐ Photocopy ☐ Certificate of Status

NEW FILINGS

- ☐ Profit
☐ Not for Profit
☐ Limited Liability
☐ Domestication
☐ Other

AMENDMENTS

- ☐ Amendment
☐ Resignation of R.A., Officer/Director
☐ Change of Registered Agent
☐ Dissolution/Withdrawal
☐ Merger

OTHER FILINGS

- ☐ Annual Report
☐ Fictitious Name

REGISTRATION/QUALIFICATION

- ☐ Foreign
☐ Limited Partnership
☐ Reinstatement
☐ Trademark
☐ Other

FILED
01 OCT 29 AM 9:17
SECRETARY OF STATE
TALLAHASSEE FL 32304

Examiner's Initials

**ARTICLES OF INCORPORATION
OF
SCHAEFER ENTERTAINMENT, INC.**

THE UNDERSIGNED, for the purpose of forming a corporation for profit pursuant to Chapter 607, Florida Statutes, does hereby adopt the following Articles of Incorporation:

WITNESSETH:

**ARTICLE I
NAME**

The name of the Corporation is:

SCHAEFER ENTERTAINMENT, INC.

**ARTICLE II
DURATION**

The Corporation shall have perpetual existence commencing on the date of filing of these Articles of Incorporation with the Department of State of Florida.

**ARTICLE III
PURPOSES**

The Corporation is organized for the purpose of transacting any and all lawful business.

**ARTICLE IV
CAPITAL STOCK**

The Corporation is authorized to issue 10,000,000 shares of \$.0001 par value common stock.

**ARTICLE V
QUORUM FOR STOCKHOLDERS MEETINGS**

Unless otherwise provided for in the Corporation's Bylaws, a majority of the shares entitled to vote, represented in person or by proxy, shall be required to constitute a quorum at a meeting of shareholders.

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLE VI
REGISTERED OFFICE AND REGISTERED AGENT

The street address of the office of this Corporation is 3861 N.W. 3rd Place, Deerfield Beach, Florida 33442 and the name of the registered agent of this corporation at such address is Patrick J. Schaefer.

ARTICLE VII
BOARD OF DIRECTORS

This Corporation shall have one (1) director initially. The number of directors may be increased from time to time in the manner provided in the Bylaws, but shall never be less than One. The name and address of the initial Director of the corporation is:

Patrick J. Schaefer
3861 N.W. 3rd Place
Deerfield Beach, Florida 33442

ARTICLE VIII
INCORPORATOR

The name and address of the Corporation's incorporator is:

Patrick J. Schaefer
3861 N.W. 3rd Place
Deerfield Beach, Florida 33442

ARTICLE IX
INDEMNIFICATION

The Corporation shall indemnify its Officers, Directors and authorized agents for all liabilities incurred directly, indirectly or incidentally to the services performed for the Corporation, to the fullest extent permitted under Florida law existing now or hereinafter enacted.

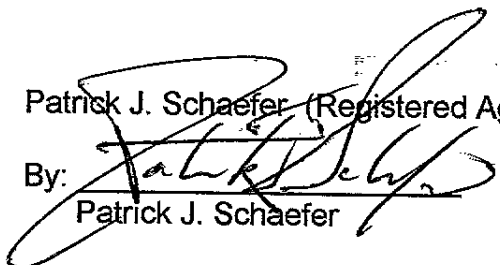
ARTICLE X
LIMITATION OF SHAREHOLDER SUITS

Shareholders shall not have a cause of action against the Company's Officers, Directors or agents as a result of any action taken, or as a result of their failure to take any action, unless deprivation of such right is deemed a nullity because, in the specific case, deprivation of a right of action would be impermissibly in conflict with the public policy of the State of Florida. The fact that this Article shall inapplicable in certain circumstances shall not render it inapplicable in any other circumstances and the Courts of the State of Florida are hereby granted the specific authority to restructure this Article, on a case by case basis or generally, as required to most fully give legal effect to its intent.

IN WITNESS WHEREOF, we have subscribed our names on this 23rd day of October, 2001


Patrick J. Schaefer, Incorporator

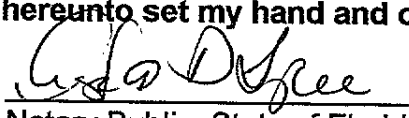
Patrick J. Schaefer (Registered Agent) accept duties and responsibility.

By: 
Patrick J. Schaefer

STATE OF FLORIDA)
COUNTY OF BROWARD) ss.:

On this, the 25 day of October, 2001 before me, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared Patrick J. Schaefer, known to me to be the person whose name is subscribed to the foregoing instrument and acknowledged that he executed it for the purposes therein contained.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal.


Notary Public, State of Florida

My Commission Expires:



Angela D. Tyree
MY COMMISSION # CC839703 EXPIRES
June 6, 2003
BONDED THRU TROY FAIN INSURANCE, INC.

FILED
OCT 29 AM 9:17
CLERK OF DISTRICT COURT
JACKSONVILLE, FLORIDA