

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

P01000105877

Blue Heaven Productions, Inc.

FILED
01 NOV - 1 AM 8:37
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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Signature _____

Requested by: SK

Name _____

Date 11/1/01

Time 10:15

Walk-In _____

Will Pick Up _____

☒ Art of Inc. File _____

____ LTD Partnership File _____

____ Foreign Corp. File _____

____ L.C. File _____

____ Fictitious Name File _____

____ Trade/Service Mark _____

____ Merger File _____

____ Art. of Amend. File _____

____ RA Resignation _____

____ Dissolution / Withdrawal _____

____ Annual Report / Reinstatement _____

____ Cert. Copy _____

☒ Photo Copy _____

____ Certificate of Good Standing _____

____ Certificate of Status _____

____ Certificate of Fictitious Name _____

____ Corp Record Search _____

____ Officer Search _____

____ Fictitious Search _____

____ Fictitious Owner Search _____

____ Vehicle Search _____

____ Driving Record _____

____ UCC 1 or 3 File _____

J. BRYAN NOV - 1 2001

____ UCC 11 Search _____

J. BRYAN NOV - 2 2001

____ UCC 11 Retrieval _____

____ Courier _____

RECEIVED
01 NOV - 1 PM 11:25
DEPARTMENT OF STATE
TALLAHASSEE, FLORIDA

W01-25257



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

November 1, 2001

CAPITAL CONNECTION, INC.
417 E. VIRGINIA ST., STE. 1
TALLAHASSEE, FL 32301

SUBJECT: BLUE HEAVEN PRODUCTIONS, INC.
Ref. Number: W01000025257

RECEIVED
01 NOV - 1 PM 3:59
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

We have received your document for BLUE HEAVEN PRODUCTIONS, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

You must list the corporation's principal office and/or a mailing address in the document.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6929.

Joey Bryan
Document Specialist
New Filing Section

Letter Number: 101A00059765

RE-SUBMIT
PLEASE OBTAIN THE ORIGINAL
FILE DATE

ARTICLES OF INCORPORATION OF
BLUE HEAVEN PRODUCTIONS, INC.

FILED
01 NOV -1 AM 8:37
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We, the undersigned, hereby associate ourselves together for the purpose of becoming a corporation under the laws of the State of Florida, by and under the provisions of the statutes of the State of Florida providing for the formation, rights, privileges, immunities and liabilities of corporations.

ARTICLE I - NAME

The corporation formed hereby shall use the name:

BLUE HEAVEN PRODUCTIONS, INC.

The principal office and mailing address of the corporation is 1290 5th Street, Miami Beach, FL 33139

ARTICLE II - COMMENCEMENT AND DURATION

The corporation shall commence upon the filing of these Articles of Incorporation and shall continue perpetually unless dissolved or liquidated according to the by-laws of the corporation.

ARTICLE III - PURPOSE

The corporation shall perform marine marketing services and activities. The corporation may also engage in any other activity permitted under the laws of the State of Florida and under whatever jurisdiction where the activity is performed.

ARTICLE IV - STOCK

Total number of shares of capital stock authorized to be issued by the corporation shall be 1000 (One Thousand) shares having a par value of \$10.00 (Ten Dollars) per share. Shares shall be of one class only, with shareholders entitled to one vote for each share held at the time of any meeting

of the shareholders. Restrictions on sale of shares may be stated in the corporation by laws.

The capital stock may be paid for by property, labor or services, at a just valuation to be fixed by the incorporators, or by the directors at a meeting called for such purpose or at the organizational meeting. The corporation and the officers are to be considered as eligible for the conditions under section 1244 of the internal revenue code.

ARTICLE V - PREEMPTIVE RIGHTS

The shareholders of the corporation shall have the preemptive right to subscribe for purchase of their proportionate share of any additional stock issued by the corporation from and after issuance of the shares originally subscribed for by the shareholders of this corporation, whether such additional shares be issued for cash, property, services or other considerations, and whether or not such shares be presently authorized or be authorized by subsequent amendment to these Articles of Incorporation. Preemptive rights as to the transfer of shares by shareholders may be stated in the by-laws of the corporation.

ARTICLE VI - BOARD OF DIRECTORS

The initial board of directors shall consist of two persons:

Russell F. Williams

2519 Bowen Street, Oshkosh WI 54901-2021

Jeannette E. Williams

2519 Bowen Street, Oshkosh WI 54901-2021

ARTICLE VII - REGISTERED AGENT

The initial Registered Agent shall be:

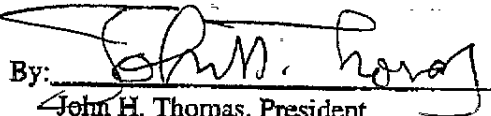
DESIGNATION AND ACCEPTANCE OF
REGISTERED OFFICE AND REGISTERED AGENT

BLUE HEAVEN PRODUCTIONS, INC., being incorporated as a Florida corporation, does hereby designate the following registered agent and registered office, who does accept such designation under the laws of the State of Florida.

The Registered Agent and Registered Office shall be:

Law Office of John H. Thomas, P.A. _____
Brickell Bayview Centre
80 S.W. 8th Street, Suite 2809
Miami, FL 33130

Signed at Miami, Miami-Dade County, Florida on this 31st day of October, 2001.

By: 
John H. Thomas, President

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TALLAHASSEE, FLORIDA