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LAW & BUSINESS CENTER
STIRLING PLAZA
6702 STIRLING RD.
HOLLYWOOD, FL 33024
(954)894-8904 / Fax (954)894-8903

FILED
02 FEB 11 PM 3:01
DEPARTMENT OF STATE
TALLAHASSEE, FLORIDA

February 7, 2002

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

300004900203--0
-02/11/02--01058--025
*****78.75 *****78.75

Re: Yestertime Productions, Inc.

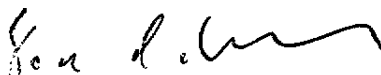
Dear Sirs:

Enclosed please find two original Articles of Incorporation and two original Certificates of Designation of Registered Agent.

Kindly file and forward a filed copy to my office the Law & Business Center at the above address.

I am enclosing a money order in the amount of \$78.75 to cover your fee.

Very truly yours,



Jose F. Carreto
JFC/mr
Enclosures

OB 3/14

ARTICLES OF INCORPORATION

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporator(s), for the purpose of forming of a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation:

ARTICLE I NAME

The name of the Corporation shall be:

Yestertime Productions, Inc

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

*5601 SW 2nd Street
Plantation, Fl. 33317*

ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

1000 shares no par value

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

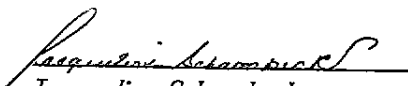
*Jacqueline Schambeck
5601 SW 2nd Street
Plantation, Fl. 33317*

ARTICLE V INCORPORATORS

The name and address (es) of the incorporator(s) to these Articles of Incorporation are:

*Jacqueline Schambeck
5601 SW 2nd Street
Plantation, Fl. 33317*

The undersigned incorporator(s) has (have) executed these Articles of Incorporation this 7th day of February, 2002.


Jacqueline Schambeck
Signature

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT

FILED
02 FEB 11 PM 3:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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 DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

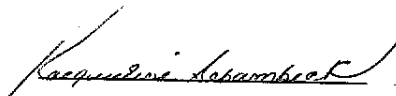
The name of the Corporation is:

Yestertime Productions, Inc.

The name and address of the registered agent and office is:

Jacqueline Schambeck
5601 SW 2nd Street
Plantation, Fl. 33317

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.



Date: 2/7/02