

Accounting Bookkeeping & Consulting Discounted, Inc.

America's Business Bookkeepers and Tax Specialists

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March 11, 2002

100005097981--3 -03/12/02--01078--002 *****70.00 *****70.00

Department of State Division of Corporations 409 East Gaines Street Tallahassee, FL 32399

RE: OUT OF WORLD ENTERTAINMENT CORP.

Greetings:

Enclosed are one original and one copy of the articles of incorporation and registered agent designation for the above-named corporation together with the \$70.00 filling fees.

Any effort you might extend to process these articles as quickly as possible will be greatly appreciated.

Thank you so much for your time and consideration.

Sincerely,

Robert D. Allman

Accountant

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ARTICLES OF INCORPORATION FOR OUT OF WORLD ENTERTAINMENT CORP.

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

<u>ARTICLE I NAME</u>

The name of the corporation shall be:

OUT OF WORLD ENTERTAINMENT CORP.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be: 2320 N.W. 184th Street, Miami, Florida 33056.

ARTICLE III CAPITAL STOCK

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The number of shares of stock that this corporation is authorized to have outstanding at any one time is: Seven thousand five hundred shares (7.500).

ARTICLE IV INITIAL REGISTERED AGENT AND ADDRESS

The name and street address of the initial registered agent is:

LU GENE KNIGHT, JR.

2320 N.W. 184th Street, Miami, Florida 33056.

ARTICLE V INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is:

LU GENE KNIGHT, JR.

2320 N.W. 184th Street, Miami, Florida 33056.

ARTICLE VI INITIAL OFFICERS & DIRECTORS

The names of the initial Officers & Directors of this corporation are:

President, Director:

Lu Gene Knight, Jr.

Vice President:

Lu Gene Knight, Jr.

Secretary:

Lu Gene Knight, Jr.

Treasurer:

Lu Gene Knight, Jr.

The undersigned has executed these Articles of Incorporation this 11th day of March. 2002.

CERTIFICATE OF DESIGNATION REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of sections 607.0501 or 617.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designing the registered office/registered agent, in the State of Florida.

- 1. The name of the corporation is: OUT OF WORLD ENTERTAINMENT CORP.
- The name and address of the registered agent and office is: LU GENE KNIGHT, JR.
 2320 N.W. 184th Street, Miami, Florida 33056.

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.

The undersigned has executed this acceptance of the Registered Agent position this 11th day of March, 2002

Lu Gene Knig

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