POR OCOCO 65934

02 JUN 14 AM 9: 07

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

SECRETARY OF STATE TALLAHASSEE, FLORIDA

SUBJECT:	AV ENTER TAINMEN (PROPOSED CORPORA)		400005765 -06/13/02 *****78.75 .ude suffix)	5444
Enclosed are an orig	inal and one (1) copy of the artic	cles of incorporation an	d a check for:	
\$70.00 Filing Fee	\$78.75 Filing Fee & Certificate of Status		& Certificate of Status	
FROM:	DARRELL VAN WAGE Name (Ze gr
-	LLERMONT, FL.			
-	407-928-3660 Daytime Telephone number			آني.

NOTE: Please provide the original and one copy of the articles.

XI 4/14/02

ARTICLES OF INCORPORATION

FILED

In compliance with Chapter 607 and/or Chapter 621, F.S. (Profit)

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ARTICLE I. NAME:

SECRETARY OF STATE TALLAHASSEE, FLORIDA

The name of the corporation shall be: AV Entertainment, Inc.

ARTICLE II. PRINCIPAL OFFICE:

The principal place of business/mailing address is:

10630 Dwights Rd. Clermont, FL 34711

ARTICLE III. PURPOSE:

The purpose for which the corporation is organized is the creation of intellectual properties for production, distribution, and licensing with intent for profit. These objectives will be carried out through various forms of media such as, but not excluded to, television and video productions, licensed toys and accessories, books and literature, computer and Internet media, and audio media.

ARTICLE IV. SHARES:

The number of shares of stock is: 3,000,000

ARTICLE V. INITIAL OFFICERS/DIRECTORS:

The names, addresses, and titles:

President Darrell VanWagner 10630 Dwights Rd. Clermont, FL 34711

Vice-President Shawn Augustine 350 Country Lakes Circle Groveland, FL 34736

Chairman Rachael Flynn 11501 Osprey Pointe Blvd. Clermont, FL 34711

Chief Financial Officer Cheryl Augustine 350 Country Lakes Circle Groveland, FL 34736 Secretary Darrell VanWagner 10630 Dwights Rd. Clermont, FL 34711

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SECRETARY OF STATE TALLAHASSEE, FLORIDA

ARTICLE VI. REGISTERED AGENT:

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

Darrell VanWagner 10630 Dwights Rd. Clermont, FL 34711

ARTICLE VII. INCORPORATOR

The name and address of the Incorporator is:

Darrell VanWagner 10630 Dwights Rd. Clermont, FL 34711

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity

Signature of Registered Agent

Date

Date

Date

Signature of Incorporator

Date