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To: Division of Corporations
Fax Number : (850)205-0381

From: Account Name : BLUMBERG/EXCELSIOR CORPORATE SERVICES, INC.
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FLORIDA PROFIT CORPORATION OR P.A.

URBAN CHILD ENTERTAINMENT INC.

Certificate of Status	0
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Estimated Charge	\$70.00

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TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION
OF
URBAN CHILD ENTERTAINMENT INC.

THE UNDERSIGNED sole incorporator, being a natural person competent to contract and desiring to form a corporation under Title XXXV, Chapter 607, of the Revised Florida Statutes, herewith submits the following information:

1. The name of the corporation is: **URBAN CHILD ENTERTAINMENT INC.**
2. The duration of the corporation shall be perpetual.
3. The general purpose or purposes for which this corporation is being formed are to include the transaction of any or all lawful business for which corporations may be incorporated under this chapter.
4. The aggregate number of shares which the corporation shall have authority to issue is **100 shares at no par value.**
5. The name and address of the director is: **Stan Miller, 22970 River Park Circle, Orlando, FL 32187 and Damien Martir, 3384 Hillmont Circle, Orlando, FL 32817**
6. The principal address of the corporation will be: **3384 Hillmont Circle, Orlando, FL 32817**
7. The name and address of the initial registered agent is: **Damien Martir, 3384 Hillmont Circle, Orlando, FL 32817**
8. The name and address of the sole incorporator is: **Jacqueline Ward, BlumbergExcelsior Corporate Services, Inc., 62 White Street, 2nd Floor, New York, NY 10013**

IN WITNESS WHEREOF, the undersigned, as sole incorporator of this corporation has executed these Articles of Incorporation.

Dated: June 20, 2002



Jacqueline Ward
Sole Incorporator

BlumbergExcelsior Corporate Services, Inc.
62 White Street
New York, NY 10013

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ACCEPTANCE OF APPOINTMENT

AS

REGISTERED AGENT

I, the undersigned, do hereby accept appointment as Registered Agent for **URBAN CHILD ENTERTAINMENT INC.**, the within named corporation.

Dated: June 20, 2002


Damien Martir
Registered Agent

BlumbergExcelsior Corporate Services, Inc.
62 White Street
New York, NY 10013

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