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To: Division of Corporations
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FLORIDA PROFIT CORPORATION OR P.A.

head charge productions, inc.

Certificate of Status	0
Certified Copy	1
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7-15-02

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ARTICLES OF INCORPORATION

The Undersigned Incorporator, for the purpose of forming a corporation pursuant to Chapter 607 of the Florida Statutes, does hereby adopt the following Articles of Incorporation:

ARTICLE I - NAME

The Name of the Corporation shall be: Head Charge Productions, Inc.

ARTICLE II - PRINCIPAL OFFICE

The principal place of business and mailing address of this Corporation shall be: 931 N. State Rd. 34, Ste 1201-245, Altamonte Springs, FL 32751

ARTICLE III - CAPITALIZATION

The aggregate number of shares that the Corporation is authorized to have at any one time is One Thousand (1000). Such shares shall be of a single class and shall have a par value of One (1.00) Dollar per share.

ARTICLE IV - INITIAL REGISTERED AGENT AND STREET ADDRESS

The street address of the Initial Registered Agent is 931 N. State Rd. 34, Ste 1201-245, Altamonte Springs, FL 32751, and the name of it's Initial Registered Agent is Lawrence F. Kaizen, Esq.

ARTICLE V - INCORPORATOR

The name and address of the Incorporator to these Articles of Incorporation is: Tim VanBrackle, 931 N. State Rd. 34, Ste 1201-245, Altamonte Springs, FL 32751

ARTICLE VI - DIRECTORS

The number of Directors constituting the Initial Board of Directors is one (1). The name and address of such person who is to serve as a member of the Initial Board of Directors is Tim VanBrackle, 931 N. State Rd. 34, Ste 1201-245, Altamonte Springs, FL 32751.

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ARTICLE VIII - PURPOSE OR PURPOSES

The general purposes for which the Corporation is organized are:

1. To engage in the business of Producing Videos.
2. To engage in any other trade or business which can, in the opinion of the officers or directors of the Corporation, be advantageously carried on in connection with or auxiliary to the foregoing business.
3. To do such other things as are incidental to the foregoing or necessary in order to accomplish the foregoing.

Executed by the undersigned on this 12th day of July, 2002.



Tim VanBrackle

**STATE OF FLORIDA
COUNTY OF BROWARD**

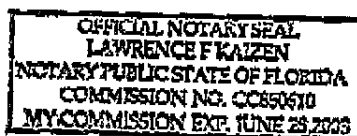
BEFORE ME, the undersigned authority, personally appeared Tim VanBrackle, who is personally know to me, and who, being by me first duly sworn, acknowledged before me that he executed the foregoing.

WITNESS my hand and Official Seal in the County and State aforementioned, this 12th day of July, 2002.



Notary Public

My commission Expires:



TOTAL P.04

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.

Dated this 12th day of July, 2002.


Lawrence K. Kaizen

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