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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Peter Makris
2110 Drew Street
Clearwater, FL 33765

7/23/02

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

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-07/29/02--01058--018
*****70.00 *****70.00

Gentlemen:

I am enclosing the Articles of Incorporation and the Certificate Designating Registered Agent / Registered Office. Also enclosed are the applicable fees for the Department of State. Please file the Articles of Incorporation as soon as possible and return the articles back to the address below:

Peter Makris
2110 Drew Street
Clearwater, FL 33765

If there are any questions, or you are having problems filing the Articles, please call me at (727) 446-0000.

Very Truly Yours,



Peter Makris

C. BLALOCK JUL 31 2002

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ARTICLES OF INCORPORATION

OF

ZENPU PRODUCTIONS, INC.

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**SECRETARY OF STATE
TALLAHASSEE, FLORIDA**

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

ARTICLE I. NAME

The name of the corporation shall be:

ZENPU PRODUCTIONS, INC.

The principal place of business of this corporation shall be:

**635 A. CLEVELAND STREET
CLEARWATER, FLORIDA 33755**

The mailing address of this corporation shall be:

**635 A CLEVELAND STREET
CLEARWATER, FLORIDA 33755**

ARTICLE II. NATURE OF BUSINESS

This corporation may engage in or transact any or all-lawful activities of business permitted under the laws of the United States, the State of Florida, or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of that this corporation is authorized to have outstanding at any one time is 10,000 shares of common stock have \$1.00 per value per share.

ARTICLE IV. TERM OF EXISTENCE

The corporation is to exist perpetually.

ARTICLE V. OFFICERS DIRECTORS

This corporation is to have one director and one officer, initially. The name and street address of the initial director and officer who shall hold office for the first year of the corporation's existence, or until his successor is elected or appointed is:

***John Carney
President***

***635 A Cleveland Street
Clearwater, Florida 33755***

ARTICLE VI. INCORPORATOR

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

***John Carney
President***

***635 A Cleveland Street
Clearwater, Florida 33755***

IN WITNESS WHEREOF, the under signed incorporator has executed these Articles of Incorporation this 23 day of JULY, 2002.

Signature of Incorporator


Incorporator

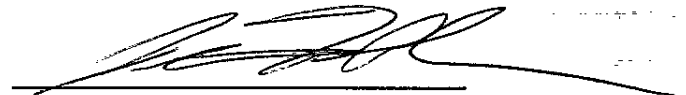
STATE OF FLORIDA
COUNTY OF PINELLAS

THE FOREGOING instrument was acknowledge and sworn to before me this 23 day of JULY, 2002, by John Carney. of Zenpu Productions, Inc.

Notary Public



Peter Makris *
Commission # DD112821
Expires June 7, 2006
Bonded Thru
Atlantic Bonding Co., Inc.



CERTIFICATE DESIGNATING

REGISTERED AGENT / REGISTERED OFFICE

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provision of Section 607.325, 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 .

- 1. The name of the corporation is:**

Zenpu Productions, Inc.

- 2. The name and address of the registered agent and office is:**

Name: *John Carney*

Address: *635 A Cleveland Street*

City: *Clearwater,* State: *FL* Zip Code: *33755*

SIGNATURE:

TITLE: *PRESIDENT*

DATE: *7/23/02*

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325 FLORIDA STATUTES.

SIGNATURE:

DATE: *7/23/02*