

**Electronic Articles of Incorporation  
For**

**P02000083332  
FILED  
August 01, 2002  
Sec. Of State**

SHOWDOWN ENTERTAINMENT INC.

The undersigned incorporator, for the purpose of forming a Florida profit corporation, hereby adopts the following Articles of Incorporation:

**Article I**

The name of the corporation is:

SHOWDOWN ENTERTAINMENT INC.

**Article II**

The principal place of business address:

1885 NE 149 ST  
SUITE C  
N. MIAMI, FL. 33181

The mailing address of the corporation is:

1885 NE 149 ST  
SUITE C  
N. MIAMI, FL. 33181

**Article III**

The purpose for which this corporation is organized is:

ANY AND ALL LAWFUL BUSINESS.

**Article IV**

The number of shares the corporation is authorized to issue is:

10000

**Article V**

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

LANCE H NOEL  
1885 NE 149 ST  
SUITE C  
N. MIAMI, FL. 33181

I certify that I am familiar with and accept the responsibilities of registered agent.

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Registered Agent Signature: LANCE H. NOEL

### **Article VI**

The name and address of the incorporator is:

LANCE H. NOEL  
510 NE 155 TERRACE  
N. MIAMI FL 33181

Incorporator Signature: LANCE H. NOEL

### **Article VII**

The initial officer(s) and/or director(s) of the corporation is/are:

Title: P  
LANCE H NOEL  
510 NE 155 TERRACE  
N. MIAMI, FL. 33162

Title: V  
FRED ST.AMAND  
2429 NW 184 TERRACE  
PEMBROKE PINES, FL. 33029

Title: S  
CLIFFORD TOWNSEND  
11022 SW 162 TERRACE  
MIAMI, FL. 33157

Title: A&R  
TAIMARK WALKINE  
20201 NE 29 COURT  
AVENTURA, FL. 33180