P02000093474

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

SUBJECT: Sh	or Entertain			CRETARY LAHASSE AUG 27
Enclosed are an original a	nd one (1) copy of the artic	eles of incorporation and	a check for:	OF STATE E.FLORIDA PM 2: 28
Filing Fee Fili	\$78.75 ing Fee Certificate of Status	\$78.75 Filing Fee & Certified Copy ADDITIONAL CO	\$87.50 Filing Fee, Certified Copy & Certificate of Status PY REQUIRED	
FROM: Baja Enterprises Inc Name (Printed or typed) 4000073735742				
5540 NW 47th Street -08/27/02-01048-001 Address -08/27/02-01048-001 *****70.00 ******70.00				
Lauderhill, FZ 33351 City, State & Zip				
Daytime Telephone number				

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

ARTICLES OF INCORPORATION OF SHOUT ENTERTAINMENT, INC.

The undersigned subscribers to these Articles of Incorporation, natural person, competent to contract hereby form a Corporation under the laws of the state of Florida.

ARTICLE I

The name of the corporation is SHOUT ENTERTAINMENT, INC.

ARTICLE II

The general nature of the business to be transacted by this Corporation is: The corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE III

The maximum of shares of stock that this Corporation is authorized to have outstanding at any time is 100 Shares of common stock, having a par value of One (\$1.00) dollar per share.

ARTICLE IV

The amount of capital with which this Corporation will begin business is one hundred dollars.

ARTICLE V

The initial post office address of the principal office of this Corporation in the State of Florida is:

1758 SW 8th Drive Pompano Beach, FL 33060

ARTICLE VI

The initial Resident Agent for the Corporation and the initial address of the Registered Resident Agent is:

Ilan Larby 1758 SW 8th Drive Pompano Beach, FL 33060

ARTICLE VII

The stockholders may from time to time move the principal office of this corporation to any other address in Florida.

ARTICLE VIII

The Corporation shall have one director initially, but the number of directors may be increased from time to time, by by-laws adopted by the stockholders but shall not be less than One (1).

ARTICLE IX

The name and post office address of the first Board of Directors and Officers are

NAME ADDRESS TITLE

Ilan Larby 1758 SW 8th Drive President

Pompano Beach, FL 33060

Annie Paquin 1758 SW 8th Drive Vice-President

Pompano Beach, FL 33060

<u>ARTICLE X</u>

These articles of Incorporation may be amended in a manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a stockholders' meeting, by a majority of the stock entitled to vote thereof.

ARTICLE X1

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

Ilan Larby

1758 SW 8th Drive

Pompano Beach, FL 33060

Ilan Larby

CERTIFICATE DESIGNATING PLACE OF BUSINESS OF DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA NAMING AGENT UPON WHOM PROCESS MAY BE SERVE

IN COMPLIANCE WITH SECTION 48.091, OF THE FLORIDA STATUTES THE FOLLOWING IS SUBMITTED:

FIRST - That SHOUT ENTERTAINMENT, INC. desiring to organize or qualify under the laws of the State of Florida, with its principal business at City of Pompano Beach, State of Florida, has named its agent to accept service of process within Florida

Ilan Larby, Incorporator

Date: August 21, 2002

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 relative to the proper and complete performance on my duties.

Registered Agent

Date: August 21, 2002

THE FOREGOING INSTRUMENT, was acknowledged before me this 21st day of August 2002 by Ilan Larby, who is personally known to me and who did take an oath.

Witness my hand and official seal in the county and State last aforesaid this day and year above written.

NOTARY PUBLIC

ABIGAIL T. FORERO NOTARY PUBLIC - STATE OF FLORIDA COMMISSION # DD087726 EXPIRES 03/09/2006 BONDED THRU 1-888-NOTARY1

12 Aug 27 PM 2: 28