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Division of Corporations

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FLORIDA PROFIT CORPORATION OR P.A.

burning june publishing, inc.

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FLORIDA DEPARTMENT OF STATE
Jim Smith
Secretary of State

September 9, 2002

EMPIRE

SUBJECT: BURNING JUNE PUBLISHING, INC.
REF: W02000026117

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

Article VI states there will be 3 director(s), whereas NONE is/are listed.

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Doris Brown
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ARTICLES OF INCORPORATION

OF

BURNING JUNE PUBLISHING, INC.

The undersigned subscriber to these Articles of Incorporation, natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I - CORPORATE NAME

The name of the corporation is: BURNING JUNE PUBLISHING, INC.

ARTICLE II - DURATION

This corporation shall exist perpetually unless dissolved according to Florida Law.

ARTICLE III - PURPOSE

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue One Thousand (1,000) Shares of Common Stock without par value, which shall be designated "Common Shares".

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the Initial Registered Agent office and the name of the Initial Registered Agent at that office is:

Bryan Sussman
1499 W Palmetto Park Road Suite 314
Boca Raton, Florida 33486

The principal mailing address of the corporation is:

1499 W Palmetto Park Road Suite 314
Boca Raton, Florida 33486

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have three (3) directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The names of the initial directors of the corporation are as follows:

Bryan Sussman
Sussman Realty, Inc.
1499 W Palmetto Park Road Suite 314
Boca Raton, Florida 33486

Gary Tili (1)

Bryan Sussman (2)

Yves Giraud (3)

ARTICLE VII - INCORPORATIONS

The names and addresses of the incorporators signing these Articles of Incorporation are as follow:

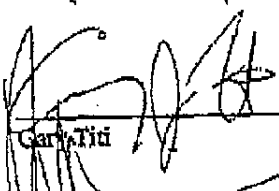
Gary Tili
1163 Mucken Drive
West Palm Beach, FL 33406

Bryan Sussman
1499 W Palmetto Park Road Suite 314
Boca Raton, FL 33486

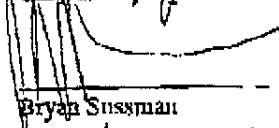
Yves Giraud
521 NE 45th St Apt 5
Boca Raton, FL 33431

IN WITNESS WHEREOF, the undersigned subscriber(s) have executed these Articles of

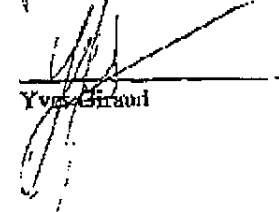
Incorporation this 9 day of September, 2002



Gary Tili



Bryan Sussman



Yves Giraud

TOTAL P.05

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**CERTIFICATE AND ACKNOWLEDGMENT
OF REGISTERED AGENT**

**CERTIFICATE OF REGISTERED AGENT
OF
BURNING JUNE PUBLISHING, INC.**

Pursuant to Florida Statutes 48.091 and 607.0501, the following is submitted:

The above corporation, desiring to organize under the laws of the State of Florida with its registered office as indicated in the Articles of Incorporation at:

1499 W Palmetto Park Road Suite 314
Boca Raton, Florida 33486

located at the aforesaid address, as its Registered Agent to accept service of process within this state.

ACKNOWLEDGMENT

Having been named as registered Agent to accept service of process for the above stated corporation at the place designated in this certification, and being familiar with the obligations of that position, I hereby accept to act in this capacity, and agree to comply with the provisions of Florida Law in keeping open said office.


Bryan Sussman

H02000193247

Bryan Sussman
Sussman Realty, Inc.
1499 W Palmetto Park Road Suite 314
Boca Raton, Florida 33486