

Division of Corporations

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To:

Division of Corporations
Fax Number : (850) 205-0381

From:

Account Name : L & I GALLO, INC.
Account Number : 112177003150
Phone : (954) 424-7239
Fax Number : (954) 472-9280

FLORIDA PROFIT CORPORATION OR P.A.

PHANTASYLAND ENTERTAINMENT, INC.

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**ARTICLES OF INCORPORATION OF
PHANTASYLAND ENTERTAINMENT, INC.**

**The undersigned, for the purpose of forming a corporation under the Florida
Business Corporations Act do hereby adopt the following Articles of Incorporation:**

**ARTICLE I
NAME**

The name of the corporation is PHANTASYLAND ENTERTAINMENT, INC.

**ARTICLE II
OFFICES**

The principal place of business and mailing address of this corporation shall be:

**10775 SW 190 STREET # 27
MIAMI, FL 33157**

**The corporation may have such other offices, either within or without the State of
Florida, as the board of directors may designate, or as the business corporation may
require from time to time.**

**ARTICLE III
PURPOSE**

The general purposes for which the corporation is organized are:

- 1. To engage in general services, including but not limited to: RECORD
STUDIO**
- 2. To transact any other lawful business for which corporations may be
incorporated under the Florida Business Corporation Act.**

**Prepared By:
L & I GALLO, INC.
1200 DANBURY AVE.
DAVIE, FL 33325
(954) 424-7239 Fax 472-9280**

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ARTICLE IV CAPITALIZATION AND SHARES

The number of shares, which the corporation is authorized to issue, is 1000 common shares at 1.00 par value.

ARTICLE V REGISTERED AGENT

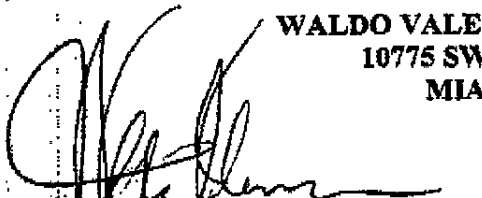
The name and address of the initial registered agent shall be:

WALDO VALENCIA
10775 SW 190 STREET # 27
MIAMI, FL 33157

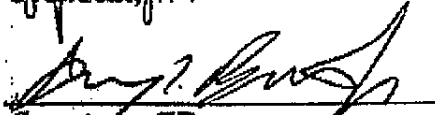
ARTICLE VI DIRECTORS

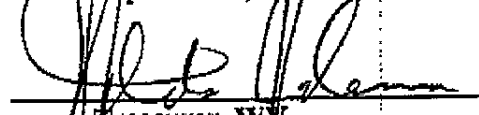
The number of directors constituting the initial board of directors is/are (2). The name and address of each Principal is:

WALDO VALENCIA, GARY BENNETT
10775 SW 190 STREET # 27
MIAMI, FL 33157


President, WV


Vice-president, GB


Secretary, GB


Treasurer, WV

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**ARTICLE VII
INCORPORATES**

The name and address of each incorporate is:

**PRESIDENT
WALDO VALENCIA
10775 SW 190 STREET # 27
MIAMI, FL 33157**

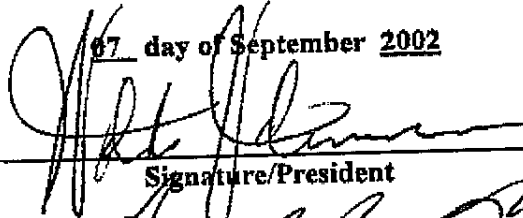
**VICE PRESIDENT
GARY BENNETT
10775 SW 190 STREET # 27
MIAMI, FL 33157**

**SECRETARY
GARY BENNETT
10775 SW 190 STREET # 27
MIAMI, FL 33157**

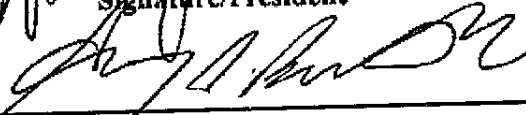
**TREASURER
WALDO VALENCIA
10775 SW 190 STREET # 27
MIAMI, FL 33157**

The undersigned has (have) executed these Articles of Incorporation this

07 day of September 2002



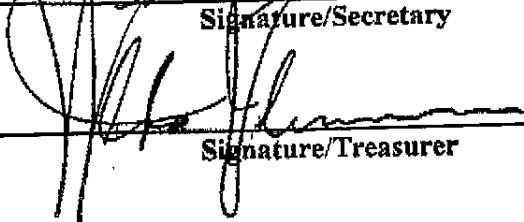
Signature/President



Signature/Vice-President



Signature/Secretary



Signature/Treasurer

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**CERTIFICATE OF DESIGNATION
REGISTERED AGENT / REGISTERED OFFICE**

Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statements in designating the registered office / registered agent, in the state of Florida.

1. The name of the corporation is: **PHANTASYLAND ENTERTAINMENT, INC.**
2. The name and address of the registered agent and office is:

WALDO VALENCIA
10775 SW 190 STREET # 27
MIAMI, FL 33157



Signature/corporate officer, GB

Title Vice President

Date 09/07/02

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in the 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.



Signature, WV

Date 09/07/02

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