

**Electronic Articles of Incorporation
For**

P02000118314
FILED
November 01, 2002
Sec. Of State

PAPAYA FILM PRODUCTIONS, 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:

PAPAYA FILM PRODUCTIONS, INC.

Article II

The principal place of business address:

1025 ALTON ROAD
SUITE 705
MIAMI BEACH, FL. 33139

The mailing address of the corporation is:

1025 ALTON ROAD
SUITE 705
MIAMI BEACH, FL. 33139

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:

10.000 \$0.001 PAR VALUE

Article V

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

ANDREW FARBER
20283 STATE RD. 7
SUITE 300
BOCA RATON, FL. 33498

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

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Registered Agent Signature: ANDREW FARBER

Article VI

The name and address of the incorporator is:

ANDREW FARBER
20283 STATE ROAD 7
SUITE 300
BOCA RATON, FL 33498

Incorporator Signature: ANDREW FARBER

Article VII

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

Title: D
TELYS SMITH
1025 ALTON ROAD, # 705
MIAMI BEACH, FL. 33139