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Florida Department of State  
Division of Corporations  
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Account Number : I20010000158  
Phone : (813)221-8000  
Fax Number : (813)229-1597

03 JAN 13 AM 10:16  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

FLORIDA PROFIT CORPORATION OR P.A.

Hot Flixxx Plus, Inc.

Certificate of Status	1
Certified Copy	1
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Handwritten initials/signature

2003  
03 JAN 13 AM 10:  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

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**ARTICLES OF INCORPORATION  
OF  
HOT FLIXXX PLUS, INC.**

The undersigned incorporator makes, subscribes, acknowledges and files with the Department of State of the State of Florida these Articles of Incorporation for the purpose of incorporation under the laws of the State of Florida.

**ARTICLE I  
NAME AND PRINCIPAL OFFICE**

The name of this corporation is HOT FLIXXX PLUS, INC. The street address of the initial principal office of this corporation is 1715 North 50<sup>th</sup> Street, Tampa, Florida 33619.

**ARTICLE II  
TERMS OF EXISTENCE**

This corporation shall commence as of the date these Articles of Incorporation are filed with the Department of State and shall exist perpetually thereafter until dissolved according to law.

**ARTICLE III  
NATURE OF BUSINESS**

This corporation may engage in any activity or business permitted under the laws of the United States and the State of Florida.

**ARTICLE IV  
CAPITAL STRUCTURE**

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 7,500 shares of common stock, having a par value of \$.01 per share.

**ARTICLE V  
INITIAL REGISTERED OFFICE AND REGISTERED AGENT**

The initial registered office of this corporation shall be located at 1715 North 50<sup>th</sup> Street, Tampa, Florida 33619, and the initial registered agent of this corporation at such office shall be Cynthia Krupp. This corporation shall have the right to change such registered office and such registered agent from time to time, as provided by law.

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**ARTICLE VI  
BOARD OF DIRECTORS**

The Board of Directors for this corporation shall consist of one or more members. Except for the number constituting the initial Board of Directors, the appointment of directors shall be decided by majority vote of the stockholders.

**ARTICLE VII  
INITIAL BOARD OF DIRECTORS**

The name and street addresses of the members of the initial Board of Directors of this corporation, who, subject to these Articles of Incorporation and the laws of the State of Florida, shall hold office until the first annual meeting of the stockholders or until their successors are elected and qualified, or until their resignations, removal from office, or deaths are:

<u>Name:</u>	<u>Address:</u>
Cynthia Krupp	1715 North 50 <sup>th</sup> Street Tampa, Florida 33619
John Muchard	1715 North 50 <sup>th</sup> Street Tampa, Florida 33619

**ARTICLE VIII  
INCORPORATOR**

The name and street address of the incorporator is:

<u>Name:</u>	<u>Address:</u>
Cynthia Krupp	1715 North 50 <sup>th</sup> Street Tampa, Florida 33619

**ARTICLE IX  
INDEMNIFICATION**

The corporation may indemnify any officer or director, or any former officer or director, to the fullest extent permitted by law.

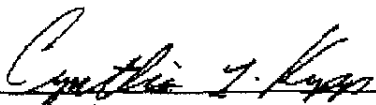
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**ARTICLE X  
AMENDMENT OF ARTICLES OF INCORPORATION**

These Articles of Incorporation may be amended at any time by a resolution, adopted by a majority vote of the Board of Directors at any annual or special meeting, provided at least ten (10) days written notice is given to each director of the time and place of the meeting and the purpose thereof. Any amendment to these Articles of Incorporation so made must be approved by a majority vote of the stockholders of the corporation.

**IN WITNESS WHEREOF**, the incorporator has executed these Articles of Incorporation this 31~~st~~ day of December, 2002.

  
\_\_\_\_\_  
Incorporator

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**ACCEPTANCE OF SERVICE AS REGISTERED AGENT**

CYNTHIA KRUPP, having been named as registered agent to accept service of process for the above named corporation at the registered office designated below, hereby agrees and consents to act in that capacity.

Registered office:

1715 North 50<sup>th</sup> Street  
Tampa, Florida 33619

The undersigned is familiar with and accepts the duties and obligations of Section 607.0505, Florida Statutes.

DATED this 31<sup>st</sup> day of December, 2002.

  
CYNTHIA KRUPP

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