

**Electronic Articles of Incorporation
For**

P03000010661
FILED
January 29, 2003
Sec. Of State

BRAINSTORM ENTERTAINMENT GROUP, 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:

BRAINSTORM ENTERTAINMENT GROUP, INC.

Article II

The principal place of business address:

921 EAST 47 STREET
HIALEAH, FL. US 33013

The mailing address of the corporation is:

921 EAST 47 STREET
HIALEAH, FL. US 33013

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:

1000

Article V

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

MELVIN J MARTINEZ
90 NE 68 STREET
MIAMI, FL. 33138

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

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Registered Agent Signature: MELVIN J MARTINEZ

Article VI

The name and address of the incorporator is:

MELVIN J MARTINEZ
90 NE 68 STREET
MIAMI, FL. 33138

Incorporator Signature: MELVIN J MARTINEZ

Article VII

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

Title: P
MELVIN J MARTINEZ
90 NE 68 STREET
MIAMI, FL. 33138 US

Title: VP
MANUEL GARCIA III
1565 NW 125 STREET
NORTH MIAMI, FL. 33167 US

Title: T/S
FRANKLIN HERNANDEZ
1815 W 56 STREET
HIALEAH, FL. 33012 US