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Carlos Nicolas Curestis, , 6345 Collins Avenue, Suite # 509 Miamí Beach, Florída 33141
(Address)
(City/State/Zip/Phone #)
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SECRETARY OF STATE TALLAHASSEE. FLORIDA

ARTICLES OF INCORPORATION OF

Versus Productions, Inc. A Florida For Profit Corporation

THE UNDERSIGNED, FOR PURPOSES OF FORMING A CORPORATION UNDER THE FLORIDA GENERAL CORPORATION ACT, adopt the following Articles of Incorporation:

ARTICLE ONE

NAME

The name of the corporation is Versus Productions, Inc.

ARTICLE TWO

DURATION

The term of existence of the corporation is perpetual.

ARTICLE THREE

PURPOSE

The Corporation is formed for the purpose of engaging in any and all lawful business for which corporations may be incorporated under the Florida General Corporation Act.

ARTICLE FOUR

CAPITAL STOCK

The aggregate number of shares that the Corporation has authority to issue is 1000, all of which shall be common shares with no par value.

ARTICLE FIVE

PREEMPTIVE RIGHTS IN PROPORTION TO SHARES

Each shareholder shall have preemptive rights only in the portion of shares being issued or sold equal to the proportion that the number of shares then held by the shareholder bears to the total number of shares in the same class then outstanding

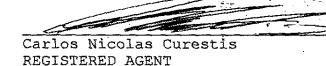
ARTICLE SIX

REGISTERED OFFICE - PRINCIPAL OFFICE - MAILING ADDRESS

The street address of the initial registered office of the Corporation is: 6345 Collins Avenue, Suite # 509, Miami Beach, Florida 33141.

and the name and address of the initial registered agent at that address is Carlos Nicolas Curestis and the mailing address of the corporation is 6345 Collins Avenue, Suite # 509, Miami Beach, Florida 33141.

By his signature below, Carlos Nicolas Curestis acknowledges that he is familiar with, and accepts the duties and responsibilities of, being a registered agent.



ARTICLE SEVEN DIRECTORS

The initial Board of Directors of the Corporation shall consist of 2 (two) members. The name and address of the members of the first Board of Directors is:

Carlos Nicolas Curestis, 6345 Collins Avenue, Suite # 509, Miami Beach, Florida 33141

ARTICLE EIGHT

INCORPORATOR

The name and address of the incorporator is:

Carlos Nicolas Curestis, 6345 Collins Avenue, Suite # 509, Miami Beach, Florida 33141.

SUBSCRIBED TO BEFORE ME THIS () DAY OF December, 2003, by C. Carlos Nicolas Curestis, THE INCORPORATOR, who took an oath, and who provided the following identification:

or who is personally known to me.

NAME:

NOTARY PUBLIC, STATE OF FLORIDA

ADDRESS:

TB C603-114-68-4480

Lubina Echevarria
My Commission DD092849
Expires February 17 2006

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