

**Electronic Articles of Incorporation
For**

P03000050998
FILED
May 08, 2003
Sec. Of State

BIG BABY ENTERTAINMENT, 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:

BIG BABY ENTERTAINMENT, INC.

Article II

The principal place of business address:

445 BUSH STREET
5TH FLOOR
SAN FRANCISCO, CA. US 94108

The mailing address of the corporation is:

445 BUSH STREET
5TH FLOOR
SAN FRANCISCO, CA. US 94108

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:

MICHAEL W SIMON
120 EAST PALMETTO PARK ROAD
100
BOCA RATON, FL. 33432

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

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Registered Agent Signature: MICHAEL W. SIMON

Article VI

The name and address of the incorporator is:

MARCUS STROUD
445 BUSH STREET
5TH FLOOR
SAN FRANCISCO, CA 94108

Incorporator Signature: MARCUS STROUD

Article VII

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

Title: PST
MARCUS STROUD
445 BUSH STREET, 5TH FLOOR
SAN FRANCISCO, CA. 94108 US

Article VIII

The effective date for this corporation shall be:

05/07/2003