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Florida Department of State
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Division of Corporations
Fax Number : (850)205-0381

From:

Account Name : EMPIRE CORPORATE KIT COMPANY
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FLORIDA PROFIT CORPORATION OR P.A.

on the lip, inc.

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TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION

OF

(4) The undersigned incorporator(s), for the purpose of forming a Profit Corporation under Chapter 607 of the Florida Statutes, hereby adopt(s) the following Articles of Incorporation.

1 ARTICLE I

The name of this corporation shall be: *On The Lip, Inc.*

ARTICLE II

This corporation shall commence existence upon the date of filing with the Division of Corporations, state of Florida, and shall have perpetual existence.

ARTICLE III

The principal place of business of this corporation is: *1508 Bay Rd. #1133
Miami Beach, FL
33139*

ARTICLE IV

The general nature of business of this corporation is to transact any and all lawful business. *TV production, journalism*

ARTICLE V

The aggregate number of shares which this corporation shall have authority to issue are 100 shares having an individual par value of \$5.00/x

Unless otherwise stated in these articles, or in an amendment to these articles, there shall be only one (1) class of stock of this corporation.

1 *H03000288067*

ARTICLE VI

The name and street address of the initial Registered Agent of this corporation shall be:

Elisa A. Gaudet
1508 Bay Rd. #1133
Miami Beach FL 33139

ARTICLE VII

The name and address of the initial board of director(s) shall be:

Marcello Cutler 2800 Ponce de Leon Blvd Coral Gables, FL 33134
Robert Rodriguez 80 SW 8th Suite 2230
Miami, FL 33130.

ARTICLE VIII

The name and address of the incorporator executing these Articles of Incorporation is:

Elisa A. Gaudet
1508 Bay Rd #1133
Miami Beach FL 33139

The undersigned has executed these Articles of Incorporation this 21 day of August 2003


INCORPORATOR

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**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

On The Lip, Inc.

(Name of Corporation)

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THE ARTICLES OF INCORPORATION, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

Clive A. Soudet

REGISTERED AGENT

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