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Division of Corporations

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To:  
Division of Corporations  
Fax Number : (850) 205-0381

From:  
Account Name : CORPORATE CREATIONS INTERNATIONAL INC.  
Account Number : 110432003053  
Phone : (305) 672-0686  
Fax Number : (305) 672-9110

**FLORIDA PROFIT CORPORATION OR P.A.**

**ClassX Entertainment, Inc.**

Certificate of Status	1
Certified Copy	0
Page Count	04
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EFFECTIVE DATE  
10-14-2003

FILED

03 OCT 14 AM 8:54

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

## ARTICLES OF INCORPORATION

### Article I. Name

The name of this Florida corporation is:  
ClassX Entertainment, Inc.

### Article II. Address

The Corporation's mailing address is:  
ClassX Entertainment, Inc.  
508 Bel Trees  
Dunedin FL 34698

### Article III. Registered Agent

The name and address of the Corporation's registered agent is:  
Marcel Tirado  
508 Bel Trees  
Dunedin FL 34698

### Article IV. Board of Directors

The name of each member of the Corporation's Board of Directors is:

Marcel N. Tirado  
Jerry E. Hurst, Jr.  
Ben Bryan  
Carmen I. Tirado-Mullen

The affairs of the Corporation shall be managed by a Board of Directors consisting of no less than one director. The number of directors may be increased or decreased from time to time in accordance with the Bylaws of the Corporation. The election of directors shall be done in accordance with the Bylaws. The directors shall be protected from personal liability to the fullest extent permitted by applicable law.

Kevin D. Astl, Esq. | FL Bar Member 0173088  
Law Offices of Kevin D. Astl, P.A.  
1101 West Swann Avenue  
Tampa FL 33606  
813-254-1555

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Article V. Capital Stock

The Corporation shall have the authority to issue 1000 shares of common stock, par value \$1.00 per share.

Article VI. Incorporator

The name and address of the incorporator is:

Kevin D. Astl, Esq.  
Law Offices of Kevin D. Astl, P.A.  
1101 West Swann Avenue  
Tampa FL 33606

Article VII. Corporate Existence

These Articles of Incorporation shall become effective and the corporate existence will begin on October 14, 2003.

The undersigned incorporator executed these Articles of Incorporation on October 14, 2003.



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KEVIN D. ASTL, ESQ.  
by D. Stoutt as attorney-in-fact

Kevin D. Astl, Esq. | FL Bar Member 0173088  
Law Offices of Kevin D. Astl, P.A.  
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**CERTIFICATE OF DESIGNATION  
REGISTERED AGENT/OFFICE**

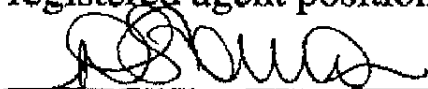
**CORPORATION:**

ClassX Entertainment, Inc.

**REGISTERED AGENT/OFFICE:**

Marcel Tirado  
508 Bel Trees  
Dunedin FL 34698

I agree to act as registered agent to accept service of process for the corporation named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.



MARCEL TIRADO  
by D. Stoutt as attorney-in-fact

Date: October 14, 2003

Kevin D. Astl, Esq. | FL Bar Member 0173088  
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