

**Electronic Articles of Incorporation
For**

P03000126642
FILED
November 05, 2003
Sec. Of State

PHUNKSTOCK VENTURES, 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:

PHUNKSTOCK VENTURES, INC.

Article II

The principal place of business address:

6000 PENINSULAR AVENUE, #13
KEY WEST, FL. 33040

The mailing address of the corporation is:

PO BOX 5485
KEY WEST, FL. 33045

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:

JESPER W EK
6000 PENINSULAR AVENUE, #13
KEY WEST, FL. 33040

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

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Registered Agent Signature: JESPER EK

Article VI

The name and address of the incorporator is:

HARPER BUSINESS SERVICES, INC.
323 FLEMING STREET
KEY WEST, FL 33040

Incorporator Signature: DENISE H. HARPER

Article VII

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

Title: P
JESPER EK
6000 PENINSULAR AVENUE
KEY WEST, FL. 33040

Title: VP
JOHN D DONOHUE
6000 PENINSULAR AVENUE
KEY WEST, FL. 33040

Article VIII

The effective date for this corporation shall be:

11/05/2003