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Fax Number : (850)205-0381

From: Account Name : FILINGS, INC.  
Account Number : 072720000101  
Phone : (850)385-6735  
Fax Number : (954)641-4192

FLORIDA PROFIT CORPORATION OR P.A.

TAKE ONE! PRODUCTIONS, INC.

Certificate of Status	0
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**ARTICLES OF INCORPORATION  
OF  
TAKE ONE! PRODUCTIONS, INC.**

In compliance with the requirements of Chapter 607 of the Florida Statutes (the "Florida Business Corporation Act"), the undersigned, being a natural person, does hereby act as an incorporator in adopting and filing the following Articles of Incorporation for the purpose of organizing a business corporation.

**ARTICLE I**

**NAME**

The name of the corporation (hereinafter called the "Corporation") is

**TAKE ONE! PRODUCTIONS, INC.**

**ARTICLE II**

**PRINCIPAL OFFICE AND MAILING ADDRESS**

The principal office and mailing address of the Corporation shall be:

7180 Queenferry Cr., Boca Raton, Florida 33496

**ARTICLE III**

**PURPOSE**

This Corporation is organized for the purpose of transacting any or all lawful business.

**ARTICLE IV**

**CAPITAL STOCK**

The maximum number of shares which this Corporation is authorized to issue is 1000 shares, all of which shall be Common Stock, no par value. All shares of Common Stock shall be identical with each other in every respect and the holders thereof shall be entitled to one vote for each share on all matters on which shareholders have the right to vote

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**ARTICLE V**

**REGISTERED OFFICE AND AGENT**

The initial street address of the Corporation's initial registered office shall be

**7180 Qucenferry Cr.  
Boca Raton, Florida 33496**

The initial registered agent for the Corporation at that address shall be

**Joan Grossman**

**ARTICLE VI**

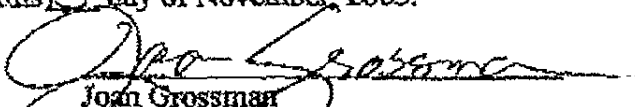
**INCORPORATOR**

The name and street address of the person signing these Articles of Incorporation is:

Name  
Joan Grossman

Address  
7180 Quecaferry Cr.  
Boca Raton, Florida 33496

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 13 day of November, 2003.

  
Joan Grossman

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### ACCEPTANCE OF REGISTERED AGENT

Having been named as registered agent and to accept service of process for **TAKE ONE! PRODUCTIONS, INC.** 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.

DATED: November 13, 2003

  
Joan Grossman

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