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FLORIDA PROFIT CORPORATION OR P.A.

PopKulture Entertainment, Inc.

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FAX AUDIT # H03000338743 3

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

In compliance with Chapter 607, F.S.

ARTICLE I NAME

The name of the corporation shall be: **PopKulture Entertainment, Inc.**

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:
1012 N.E. 116th Street, Biscayne Park, Florida 33161.

ARTICLE III PURPOSE

The purpose for which the corporation is organized is: tv programming and popcorn business.

ARTICLE IV SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is 2,000. The par value of each share of stock is \$0.01.

ARTICLE V OFFICERS/DIRECTORS

The initial director of the corporation is:
Debra Tewell-Hunt, 1012 N.E. 116th Street, Biscayne Park, Florida 33161.

ARTICLE VI REGISTERED AGENT

The name and Florida Street address of the registered agent is: Business Filings Incorporated, 660 East Jefferson Street, Tallahassee, Florida 32301. Located in the County of Leon.

ARTICLE VII INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is Business Filings Incorporated, Mark Schiff, AVP, 8025 Excelsior Dr., Suite 200, Madison, WI 53717.

I hereby accept the appointment as registered agent and agree to act in this capacity.

Signature: _____

Business Filings Incorporated

Date: 12/18/2003

Signature: _____

Business Filings Incorporated, Incorporator
Mark Schiff, AVP

Date: 12/18/2003

The document was prepared by: Business Filings Incorporated, Mark Schiff, 8025 Excelsior Dr., Suite 200, Madison, WI 53717. 608-827-5300.

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