

**Electronic Articles of Incorporation
For**

**P04000004069
FILED
January 05, 2004
Sec. Of State**

C & M ENTERTAINMENT GROUP 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:

C & M ENTERTAINMENT GROUP INC

Article II

The principal place of business address:

10000 STIRLING RD
STE 5
COOPER CITY, FL. 33024

The mailing address of the corporation is:

P.O. BOX 3555
HALLANDALE, FL. US 33008

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:

100

Article V

The name and Florida street address of the registered agent is:

MARIANO OTERO JR
17400 NE 11TH CT
MIAMI, FL. 33162

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

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Registered Agent Signature: MR. MARIANO OTERO

Article VI

The name and address of the incorporator is:

CARLOS CALLE
600 LAYNE BLVD #130
HALLANDALE, FL 33006

Incorporator Signature: MR. CARLOS CALLE

Article VII

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

Title: P
CARLOS E CALLE
600 LAYNE BLVD #130
HALLANDALE, FL. 33006

Title: VP-T
MARIANO OTERO JR
17400 NE 11TH CT
MIAMI, FL. 33162 US

Title: SEC
CARLOS ROJAS
17400 NE 11TH CT
MIAMI, FL. 33162 US

Article VIII

The effective date for this corporation shall be:

01/05/2004