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

EFFECTIVE DATE
03-14-04

From: Account Name : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
Phone : (305) 634-3694
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FLORIDA PROFIT CORPORATION OR P.A.

blacksmith entertainment, inc.

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TALLAHASSEE, FLORIDA

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**ARTICLES OF INCORPORATION
OF
BLACKSMITH ENTERTAINMENT, INC.**

FILED
MAR 15 PM 12:07
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

In compliance with the requirements of F.S. Chapter 607 and 621, the undersigned hereby act as incorporators in adopting and filing the following articles of incorporation for the purpose of organizing a business corporation.

ARTICLE I

The name of the Corporation is: **Blacksmith Entertainment, Inc.**

ARTICLE II

The existence of the Corporation shall begin on: March 14, 2004.

EFFECTIVE DATE
03-14-04

ARTICLE III

The street address of the principal office of the Corporation is: 805 West Oakland Park Boulevard D-5 Fort Lauderdale, Florida 33311.

ARTICLE IV

The purpose of the Corporation is to engage in any Lawful act or activity for which a corporation may be organized under the Law of the United States of America and the State of Florida other than the banking business, the trust company business or the practice of a profession permitted to be incorporated by the State of Florida Corporation Code.

ARTICLE V

The maximum number of shares this Corporation is authorized to issue is five hundred (500), par value \$1.00 per share, all of which shall be Common Shares. All Common Shares shall be identical with each other in every respect and the holders of Common Shares shall be entitled to one vote for each share on all matters on which shareholders have the right to vote.

ARTICLE VI

The initial street address of the Corporation's registered office is: 805 West Oakland Park Boulevard D-5, Fort Lauderdale, Florida, 33311. The initial registered agent for the Corporation at that address is: OT ODUNNA.

ARTICLE VII

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The initial board of directors shall consist of two members. This number may be increased or decreased from time to time in accordance with the Corporation's bylaws, but shall never be less than one. The names and addresses of the persons who will serve on the initial board of directors are:

Names	Addresses
Jason Dandrade	805 West Oakland Park Blvd D-5 Fort Lauderdale, Florida 33311
Urland West	805 West Oakland Park Blvd D-5 Fort Lauderdale, Florida 33311

ARTICLE VIII

The names and street addresses of the persons signing these articles of incorporation are:

Names	Addresses
Jason Dandrade	805 West Oakland Park Blvd D-5 Fort Lauderdale, Florida 33311
Urland West	805 West Oakland Park Blvd D-5 Fort Lauderdale, Florida 33311

ARTICLE IX

The Corporation shall indemnify its directors, officers, employees, and agents to the fullest extent permitted by law.

IN WITNESS WHEREOF, the undersigned incorporators have executed these articles of incorporation.

Jason Dandrade
Jason Dandrade
Incorporator

3-12-04
Date

TOTAL P.04

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Urland West
Urland West
Incorporator

3-12-09
Date

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for Blacksmith Entertainment, Inc. at the place designated in the articles of incorporation, the undersigned is familiar with and accepts the obligations of that position pursuant to F.S. 607.0501.

[Signature]
OJ ODUNNA
Registered Agent

3-12-09
Date

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