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SECRETARY OF STATE
TANKASSEE, FLORIDA

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FRAN R. BARRETT, P.A.

Attorney At Law

4300 N. University Drive · Suite C-102 Lauderhill, Florida 33351 Telephone (954) 748-4800 · Fax (954)741-2281 E-mail address- FranBarrett@prodigy.net

March 12th, 2004

Florida Department of State Corporate Records Bureau P.O. Box 6327 Tallahassee, Florida 32314

Re: FINE & DANDY PRODUCTIONS, INC.

Dear Staff:

Enclosed please find Articles of Incorporation for the above corporation and a check for \$78.75. Please file these and send back the filed documents.

Very truly yours,

Fran R. Barrett

ARTICLES OF INCORPORATION

ARTICLE I - NAME

The name of this Corporation is FINE & DANDY PRODUCTIONS, INC. whose principal place of business is 1000 ISLAND BLVD. # 3003, AVENTURA, FL 33160.

ARTICLE II - DURATION

This corporation shall have perpetual existence commencing on the date of the filing of these Articles with the Department of State.

ARTICLE III - PURPOSE

This Corporation is organized for the purpose of transacting

This Corporation is authorized to issue 100 shares of \$1.00 par value common stock which shall be designated "Common Shares".

ARTICLE_V - PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation shall have the right to purchase his pro-rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 1000 ISLAND BLVD. #3003, AVENTURA, FL 33160 and the name of the initial registered agent of this corporation is ARTHUR METRANO.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This Corporation shall have 1 Director(s) constituting the initial Board of Directors. The number of Directors may be either increased or decreased from time to time by the By-Laws. The name(s) and address(es) of the initial Board of Directors of this corporation is (are):

NAME ADDRESS

ARTHUR METRANO 1000 ISLAND BLVD #3003

AVENTURA, FLORIDA 33160

ARTICLE VIII - INCORPORATORS

The name and address of each person signing these Articles is:

NAME

ADDRESS

ARTHUR METRANO

1000 ISLAND BLVD #3003

AVENTURA, FLORIDA 33160

ARTICLE IX - INDEMNIFICATION

The Corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this May of March 2004.

Subscriber ARTHUR METRANC

Subscriber

Subscriber

Subscriber

STATE OF FLORIDA

COUNTY OF BROWARD

Before me, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared ARTHUR METRANO known to be and known by me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the State and County aforesaid, this // day of

March, 2004.

Notary Public

Fran R. Barrett
Commission #DD149563
Expires: Oct 19, 2006
Bonded Thru
Atlantic Bonding Co., Inc.

My Commission Expires:

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE

SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED:

FIRST - FINE & DANDY PRODUCTIONS, INC.

DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS PRINCIPAL PLACE OF BUSINESS AT CITY OF AVENTURA STATE OF FLORIDA, HAS NAMED ARTHUR METRANO LOCATED AT 1000 ISLAND BLVD. #3003, AVENTURA, FLORIDA 33160, AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

SIGNATURE

(Corporate Officer)
ARTHUR METRANO

TITLE: CEO

DATE: -3/

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE

STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I

HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY

PERFORMANCE OF MY DUTIES.

SIGNATURE

(Resident Agent)
ARTHUR METRANO

ATE ///a

Zw