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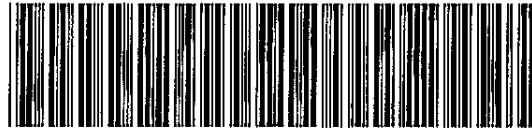
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FILE
CORPORATIONS
FLORIDA
JUL 14 2004 3:03

STATE
TALLAHASSEE
FLORIDA

2004 JUL 14 AM 11:03

15
7/15/04

Capitol Services, Inc.

2750 Old St. Augustine Rd., N-145

Tallahassee, FL 32301

(850) 878-4734
Kathi or Brent

2004 JUL 14 AM 11:03

TALLAHASSEE FLORIDA

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. Pogo Productions, Inc. (Corporation Name) (Document #)
2. _____ (Corporation Name) (Document #)
3. _____ (Corporation Name) (Document #)
4. _____ (Corporation Name) (Document #)

☒ Walk in ☒ Pick up time 7/14/04 ☒ Certified Copy

☐ Mail Out ☐ Will wait ☐ Photocopy ☐ Certificate of Status

NEW FILINGS

- ☒ Profit
☐ Not for Profit
☐ Limited Liability
☐ Domestication
☐ Other

OTHER FILINGS

- ☐ Annual Report
☐ Fictitious Name

AMENDMENTS

- ☐ Amendment
☐ Resignation of R.A., Officer/Director
☐ Change of Registered Agent
☐ Dissolution/Withdrawal
☐ Merger

REGISTRATION/QUALIFICATION

- ☐ Foreign
☐ Limited Partnership
☐ Reinstatement
☐ Trademark
☐ Other

ARTICLES OF INCORPORATION

of

POGO PRODUCTIONS, INC.

2004 JUL 14 AM 11:03

STATE
TALLAHASSEE FLORIDA

The undersigned, acting as incorporator, hereby forms a corporation under the laws of the State of Florida and adopts the following Articles of Incorporation for such corporation:

ARTICLE I

The name of this corporation is:

POGO PRODUCTIONS, INC.

ARTICLE II

This corporation shall exist perpetually unless dissolved according to Florida law.

ARTICLE III

This corporation is organized for the purpose of engaging in:

- (a) Real Estate and Home Improvement;
- (b) To engage in any activities or businesses permitted under the laws of the United States and the State of Florida.

ARTICLE IV

This corporation is authorized to issue One Hundred (100) shares of One Dollar (\$1.00) par value common stock.

ARTICLE V

The principal office and mailing address of the corporation is:

417 Bontona Avenue
Fort Lauderdale, Florida 33301
Telephone: (954) 462-1131

The name and address of the Initial Registered Agent of this corporation is:

Eric Gottlieb
417 Bontona Avenue
Fort Lauderdale, Florida 33301

ARTICLE VI

This corporation shall have two (2) Directors initially, constituting the initial board of directors of the corporation, and the name and address of the person to serve as director until the first annual meeting of shareholders or until their successor(s) is elected and shall qualify is:

Eric Gottlieb
417 Bontona Avenue
Fort Lauderdale FL 33301

Timothy Powers
417 Bontona Avenue
Fort Lauderdale FL 33301

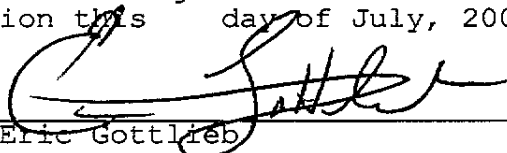
The number of directors may be either increased or diminished from time to time by the By-laws, but shall never be less than one (1) nor more than seven (7).

ARTICLE VII

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

Eric Gottlieb
417 Bontona Avenue
Fort Lauderdale, Florida 33301

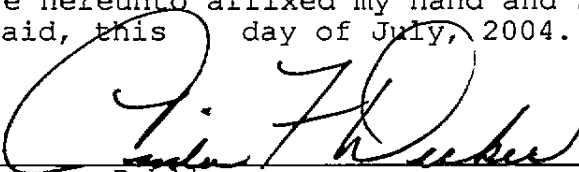
IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this day of July, 2004.


Eric Gottlieb

CONNECTICUT
State of ~~Florida~~
County of *Litchfield*

BEFORE ME, A Notary Public authorized to take acknowledgements in the State and County set forth above, personally appeared Eric Gottlieb known to me and known to me to be the person who executed the foregoing Articles of Incorporation, and who acknowledged before me that she executed these Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto affixed my hand and seal, in the State and County aforesaid, this day of July, 2004.


Notary Public
My commission expires:

LINDA F. DECKER
NOTARY PUBLIC
MY COMMISSION EXPIRES MAR. 31 2006

**CERTIFICATE AND ACKNOWLEDGEMENT
OF REGISTERED AGENT**

2004 JUL 14 AM 11:03

DEPARTMENT OF STATE
TALLAHASSEE FLORIDA

CERTIFICATE OF REGISTERED AGENT

OF

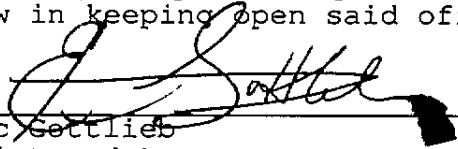
POGO PRODUCTIONS, INC.

Pursuant to Florida Statutes Sections 48.091 and 607.034, the following is submitted:

The above corporation, desiring to organize under the laws of the State of Florida with its principal office as indicated in the Articles of Incorporation at 417 Bontona Avenue, Fort Lauderdale, Florida 33301, has named Eric Gottlieb located at 417 Bontona Avenue, Fort Lauderdale, Florida, as its Registered Agent to accept service of process within this state.

ACKNOWLEDGEMENT

Having been named to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of Florida Law in keeping open said office.


Eric Gottlieb
Registered Agent