

**Electronic Articles of Incorporation
For**

P04000111955
FILED
July 30, 2004
Sec. Of State
jshivers

BORDERTOWN ENTERTAINMENT 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:

BORDERTOWN ENTERTAINMENT INC.

Article II

The principal place of business address:

5900 COLLINS AVE.
#1605
MIAMI BEACH, FL. US 33140

The mailing address of the corporation is:

5900 COLLINS AVE.
#1605
MIAMI BEACH, FL. US 33140

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:

1

Article V

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

GERARDO BENAVIDES
5900 COLLINS AVE.
#1605
MIAMI BEACH, FL. 33140

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

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Registered Agent Signature: GERARDO BENAVIDES

Article VI

The name and address of the incorporator is:

GERARDO BENAVIDES
5900 COLLINS AVE. #1605
MIAMI BEACH, FL
33140

Incorporator Signature: GERARDO BENAVIDES

Article VII

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

Title: P
GERARDO BENAVIDES
5900 COLLINS AVE. #1605
MIAMI BEACH, FL. 33140 US

Article VIII

The effective date for this corporation shall be:

07/29/2004