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ARTICLES OF INCORPORATION

The undersigned incorporator(s) for the purpose of forming a corporation under the Florida Business Corporation Act, Hereby

ARTICLE I NAME

The name of the corporation shall be :

adopt (s) the following Articles of Incorporation

,

NXN ENTERTAINMENT INC

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

15574	SW 10	3 STREE	T	
MIAMI,	FL 3	3196		<u></u>

ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

100 Shares @ \$1.00 per value

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

JUAN DAVID ACOSTA 15574 SW 103 STREET MIAMI, FL 33196

ARTICLE V INCORPORATOR (S)

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is(are):

JUAN DAVID ACOSTA 15574 SW 103 STREET MIAMI, FL 33196 (305)382 9192 President / Secretary

The undersigned incorporator(s) has (have) executed these Articles of Incorporation this day of 20

Signature

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/ REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE. REGISTERED AGENT, IN THE STATE OF FLORIDA

1 The name of the corporation is NXN ENTERTAINMENT INC

15574 SW 103 STREET
MIAMI, FL 33196

2 The name and address of the registered agent and office is:

JUAN DAVID ACOSTA

name

15574 SW 103 STREET

(P.O. Box or Mail Drop NOT acceptable)

MIAMI, FL 33196

(City/State/Zip)

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Aug / 3/04 (date)