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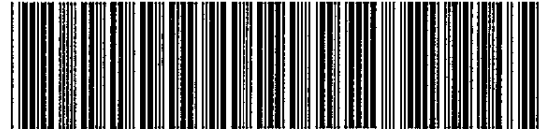
(Business Entity Name)

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SECRETARY OF STATE  
TALLAHASSEE FLORIDA

10/15/04

## TRANSMITTAL LETTER

Department of State  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

SUBJECT: PIVOTAL ENTERTAINMENT, INC  
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed are an original and one (1) copy of the articles of incorporation and a check for:

☒ \$70.00  
Filing Fee

☐ \$78.75  
Filing Fee  
& Certificate of Status

☐ \$78.75  
Filing Fee  
& Certified Copy

☐ \$87.50  
Filing Fee,  
Certified Copy  
& Certificate of  
Status

**ADDITIONAL COPY REQUIRED**

FROM: Fred Weinstein, P.A.  
Name (Printed or typed)

1901 S. Congress Ave Suite 360  
Address

Boynton Beach, FL 33426  
City, State & Zip

561-736-4601  
Daytime Telephone number

FRED WEINSTEIN, P.A.  
1901 S CONGRESS AVE  
STE 360  
BOYNTON BEACH, FL 33426

**NOTE: Please provide the original and one copy of the articles.**

ARTICLES OF INCORPORATION  
OF  
PIVOTAL ENTERTAINMENT, INC.

FILED  
04 OCT 15 PM 2: 23  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

ARTICLE I. NAME

The name of this corporation shall be Pivotal Entertainment, Inc.

ARTICLE II. COMMENCEMENT & DURATION

The commencement of this corporation's existence shall be at the time of the filing of these Articles Of Incorporation by the Secretary of State. This corporation's duration shall be perpetual.

ARTICLE III. PURPOSE

This corporation is being organized for the purpose of production of records and videos, and related activities, and engaging in the transaction of any and all business activities permitted under the laws of Florida and the United States Of America.

ARTICLE IV. CAPITAL STOCK

This corporation shall have the authority to issue 500 shares, commons stock \$1.00 par value shares of common capital stock.

ARTICLE V. PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash by this corporation of any shares of new capital stock of the same kind, class, or series, as that which the shareholder already holds, shall have the preemptive right to purchase a pro rata share thereof (as nearly as may be done without the issuance of fractional shares) at the price at which such shares are offered to others.

ARTICLE VI. TRANSFER RESTRICTIONS

No shareholder shall have the right to sell, assign, pledge, encumber, transfer, or otherwise dispose of any shares of the capital stock of this corporation, without first offering such shares for sale to this corporation at the net asset value thereof.

ARTICLE VII. INITIAL BOARD OF DIRECTORS

The number of directors on this corporation's Initial Board Of Directors shall be 2. The number of directors may be increased or decreased from time to time, as provided in this corporation's bylaws, but shall never be less than one.

Prepared by:  
Fred Weinstein, Esq.  
1901 S. Congress Avenue, Suite 360  
Boynton Beach, Florida 33426  
(561) 736-4601  
Florida Bar No.: 265668

The name and address of each individual who shall serve as a member of the Initial Board Of Directors are:

Patrick Price, 2741 Zorna Lane, Delray Beach, Florida 33445

Damien Vivona, 8 Cambridge Place, Boynton Beach, FL 33426

#### ARTICLE VIII. INDEMNIFICATION

This corporation shall indemnify any officer, director, employee, or agent, and any former officer, director, employee, or agent, to the full extent permitted by law.

#### ARTICLE IX. PRINCIPAL OFFICE & INITIAL REGISTERED OFFICE & AGENT

The address of this corporation's principal office and the address of this corporation's initial registered office shall be: 2741 Zorna Lane, Delray Beach, Florida 33445

The name of the individual who shall serve as this corporation's initial registered agent at that address is: Patrick Price.

#### ARTICLE X. INCORPORATOR

The name and address of the individual who shall serve as this corporation's incorporator are: Patrick Price, 2741 Zorna Lane, Delray Beach, Florida 33445

#### ARTICLE XI. AMENDMENT

This corporation reserves the right to amend or repeal any provisions in these Articles Of Incorporation, or any amendments hereto. Any rights conferred upon the shareholders shall be subject to this reservation.

  
Patrick Price - Incorporator

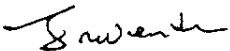
I hereby accept my designation as resident agent and agree to serve as the resident agent of Pivotal Entertainment, Inc. I hereby state that I am familiar with and accept the duties and responsibilities as registered agent for Pivotal Entertainment, Inc.

  
Patrick Price - Registered Agent

State Of Florida

County Of Palm Beach County

On September 26, 2004, Patrick Price, designated above as the individual who shall serve as this corporation's initial registered agent and incorporator, personally appeared before me and signed and acknowledged signing these Articles Of Incorporation Of Pivotal Entertainment, Inc.

  
\_\_\_\_\_  
Notary Public: State of Florida  
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(Seal)

