

**Electronic Articles of Incorporation
For**

P04000171579
FILED
December 23, 2004
Sec. Of State
jshivers

THUMBS UP 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:

THUMBS UP ENTERTAINMENT, INC.

Article II

The principal place of business address:

1550 NW 85 STREET
MIAMI, FL. US 33147

The mailing address of the corporation is:

1550 NW 85 STREET
MIAMI, FL. US 33147

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:

2200000

Article V

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

CATHERINE V SMITH MRS.
1550 NW 85 STREET
MIAMI, FL. 33147

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

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Registered Agent Signature: CATHERINE V. SMITH

Article VI

The name and address of the incorporator is:

HUGH CARROLL
6 ESSEX ST., UNIT#E28
BELLEVILLE, NJ 07109

Incorporator Signature: HUGH W. CARROLL

Article VII

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

Title: CEO
HUGH W CARROLL JR.
6 ESSEX ST., UNIT#E28
BELLEVILLE, NJ. 07109 US

Title: VP
CATHERINE V SMITH MRS.
1550 NW 85 STREET
MIAMI, FL. 33147 US

Article VIII

The effective date for this corporation shall be:

12/18/2004