

**Electronic Articles of Incorporation
For**

P05000002519
FILED
January 05, 2005
Sec. Of State
dbrown

C & D 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:

C & D ENTERTAINMENT INC.

Article II

The principal place of business address:

13761 N. GARDEN COVE CIRCLE
DAVIE, FL. 33325

The mailing address of the corporation is:

13761 N. GARDEN COVE CIRCLE
DAVIE, FL. 33325

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:

10000 SHARES ISSUED @ .04 PAR VALUE

Article V

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

JARED DEROSA
18362 N.W. 11TH ST.
PEMBROKE PINES, FL. 33029

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

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Registered Agent Signature: JARED DEROSA

Article VI

The name and address of the incorporator is:

KERRY WALSH
INCORPORATETIME.COM, INC.
35-37 CARLETON AVE. SUITE 200
ISLIP TERRACE, NY 11752

Incorporator Signature: KERRY WALSH

Article VII

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

Title: PD
WILLIAM CHANG
13761 N. GARDEN COVE CIRCLE
DAVIE, FL. 33325

Title: VD
JARED DEROSA
18362 N.W. 11TH ST.
PEMBROKE PINES, FL. 33029

Title: T
WILLIAM CHANG
13761 N. GARDEN COVE CIRCLE
DAVIE, FL. 33325

Title: S
JARED DEROSA
18362 N.W. 11TH ST.
PEMBROKE PINES, FL. 33029