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Division of Corporations

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FLORIDA PROFIT CORPORATION OR P.A.

VALHOLLA ENTERTAINMENT INC.

Certificate of Status	0
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## **ARTICLES OF INCORPORATION**

### **Article I. Name**

The name of this Florida Corporation is:

**Valholla Entertainment Inc.**

### **Article II. Address**

The Corporation's mailing address is:

**251 NW 67<sup>th</sup> Street  
Miami, FL 33150**

### **Article III. Registered Agent**

The name and address of the Corporation's registered agent is:

**Florida Filing & Search Services, Inc.  
1333 North Duval Street  
Tallahassee, FL 32303**

### **Article IV. Board of Directors**

The name of each member of the Corporation's Board of Directors is:

**Vinton Eyma  
251 NW 67<sup>th</sup> Street  
Miami, FL 33150**

The affairs of the Corporation shall be managed by a Board of Directors consisting of no less than one director. The number of directors may be increased or decreased from time to time in accordance with the Bylaws. The directors shall be protected from personal liability to the fullest extent permitted by applicable law.

**American Incorporators Ltd.  
1220 North Market Street  
Wilmington, DE 19801  
800-421-2661**

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Article V. Capital Stock

The Corporation shall have the authority to issue 1,500 shares of common stock, with no par value.

Article VI. Incorporator

The name and address of the incorporator is:

Curtis Sweltz  
1220 N. Market Street  
Suite 606  
Wilmington, DE 19801

Article VII. Corporate Existence

These Articles of Incorporation shall become effective and the corporate existence will begin upon filing of this certificate.

The undersigned incorporator executed these Articles of Incorporation  
On January 21, 2005

Curtis Sweltz  
Curtis Sweltz  
Incorporator

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**CERTIFICATE OF DESIGNATION  
REGISTERED AGENT/OFFICE**

**CORPORATION:**

**Valholla Entertainment Inc.**

**REGISTERED AGENT/OFFICE**

**Florida Filing & Search Services, Inc.  
1333 North Duval Street  
Tallahassee, FL 32303**

I agree to act as registered agent to accept service of process for the corporation named above at the place designated in this Certificate.  
I agree to comply with the provisions for all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.

*RA/Body Prudent 1/24/05*

Date: December 8, 2004

**American Incorporators Ltd.  
1220 North Market Street  
Wilmington, DE 19801  
800-421-2661**

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