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Florida Department of State
Division of Corporations
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To:

Division of Corporations
Fax Number : (850) 205-0381

From:

Account Name : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
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05 FEB 18 AM 9:42

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FLORIDA PROFIT CORPORATION OR P.A.

upcoming studios inc.

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**ARTICLES OF INCORPORATION
OF
UPCOMING STUDIOS INC.**

The undersigned incorporator(s), for the purpose of forming a Profit Corporation under Chapter 607 of the Florida Statutes, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I

The name of this corporation shall be: UPCOMING STUDIOS INC.

ARTICLE II

This corporation shall commence existence upon the date of filing with the Division of Corporations, state of Florida, and shall have perpetual existence.

ARTICLE III

The principal place of business of this corporation: 601 W. OAKLAND PARK BLVD., SUITE 13, OAKLAND PARK, FL 33311.

ARTICLE IV

The general nature of business of this corporation is to transact any and all lawful business.

ARTICLE V

The aggregate number of shares which this corporation shall have authority to issue are 1,000 shares common stock having an individual par value of \$1.00.

Unless otherwise stated in these articles, or in an amendment to these articles, there shall be only one (1) class of stock of this corporation

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ARTICLE VI

The name and street address of the initial Registered Agent of this corporation shall be: EDWIN L. CRAMMER, 3801 N. UNIVERSITY DRIVE, # 311, SUNRISE, FL 33351.

ARTICLE VII

The name and address of the officers and initial board of directors shall be:

DIRECTOR

JEFFREY D GRIFFIN

601 W. OAKLAND PARK BLVD. SUITE 13
OAKLAND PARK, FL 33311

DIRECTOR

MYRA J. INMAN-HOUSE

601 W. OAKLAND PARK BLVD. SUITE 13
OAKLAND PARK, FL 33311

ARTICLE VIII

The name and address of the incorporator(s) to these Articles of Incorporation shall be:

EMPIRE CORPORATE KIT OF AMERICA, INC.
2444 NW 7TH PLACE
MIAMI, FL 33127

The undersigned has executed these Articles of Incorporation this 18TH day of FEBRUARY, 2005.


INCORPORATOR

Ray Stormont Signing for
Empire Corporate Kit of America, Inc.

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CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN THE STATE
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED
UPCOMING STUDIOS, INC.

In pursuance of Chapter 603.1 Florida statutes, the following is submitted, in compliance with said act: FIRST: That UPCOMING STUDIOS, INC. to organize under the laws of the State of Florida with its principal offices as indicated in the Articles of Incorporation in the city of Oakland Park, County of Broward, State of Florida, has named Edwin L. Crammer 3801 N. University Drive, Sunrise Florida, as its agent to accept services of process within the State.

ACKNOWLEDGEMENT

Having been named to accept services of process for the above stated corporation, at the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said act relative to keeping open said office.

By: Edwin L. Crammer
Registered Agent

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