

P05000036658

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(Business Entity Name)

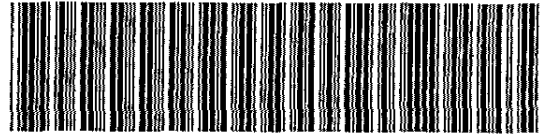
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05 MAR -2 PM 2:29

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TRANSMITTAL LETTER

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

SUBJECT: Opositivo Producciones, 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: Opositivo Producciones, Inc.
Name (Printed or typed)

183 Lakeview Drive #201
Address

Weston, FL 33326
City, State & Zip

954-385-8590
Daytime Telephone number

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

ARTICLES OF INCORPORATION
OF
OPOSITIVO PRODUCCIONES, INC.

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05 MAR -2 PM 2:29
CLERK OF DISTRICT COURT
HALL COUNTY, GEORGIA

Article I

Name

The name of the corporation is Opositivo Producciones, Inc.

Article II

Address

The principal place of business of this corporation shall be:

183 Lakeview Drive, #201
Weston, Florida 33326

Article III

Purpose

The corporation is organized for the purpose of transacting any and all lawful business.

Article IV

Capital Stock

The corporation is authorized to issue Ten Thousand (10,000) shares of common stock having no par value and Ten Thousand (10,000) shares of preferred stock, the rights and preferences of which are to be determined by the Board of Directors.

Article V

Initial Board of Directors and Officers

The corporation shall have one director initially. The number of directors may be either increased or decreased from time to time by the Board of Directors but shall never be less than one (1). The name and address of the initial director of this corporation is listed below:

Oscar G. Silva	183 Lakeview Drive, #201 Weston, Florida 33326
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Article VI

Initial Registered Office and Agent

The street address of the initial registered office of this corporation is 183 Lakeview Drive, #201, Weston, Florida 33326, and the name of the initial registered agent of this corporation at the address is Oscar G. Silva. Pursuant to Florida Statute 607.0501(3), a written acceptance is attached.

Article VII

Incorporator

The name and address of the person signing these Articles is:

Oscar G. Silva	183 Lakeview Drive, #201 Weston, Florida 33326
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Article VIII

Duration

The corporation shall have a perpetual existence.

Article IX

Powers

The corporation shall have all of the corporate powers enumerated in the Florida Business Corporation Act.

Article X

Indemnification

Provided the person proposed to be indemnified satisfies the requisite standard of conduct for permissive indemnification by a corporation as set forth in the applicable provisions of the Florida Business Corporation Act (currently, Sections 607.0850(1) and (2) of the Florida Statutes), as the same may be amended from time to time, the Corporation shall indemnify its officers and directors, and may indemnify its employees and agents, to the fullest extent permitted by the provisions of such Law, as the same may be amended and supplemented, from and against any and all of the expenses or liabilities incurred in defending a civil, criminal, administrative or investigative action, suit or proceeding (other than in an action, suit or proceeding brought by this corporation upon authorization of the Board of Directors) or other matters referred to in or covered by said provisions, including advancement of expenses prior to the final disposition of such proceedings and amounts paid in settlement of such proceedings, both as to action in their official capacity and as to action in any other capacity while an officer, director, employee or other agent. Expenses (including attorney's fees) incurred by an officer or director in defending any civil, criminal, administrative or investigative action, suit or proceeding shall be paid by the corporation in advance of the final disposition of such action, suit or proceeding upon receipt of an undertaking by or on behalf of such director or officer to repay such amount if it shall ultimately be determined that he or she not entitled to be indemnified by the corporation as authorized in this Section. Such expenses (including

attorney's fees) incurred by other employees and agents shall also be so paid upon such terms and conditions, if any, as the Board of Directors deems appropriate. The indemnification and advancement of expenses provided for herein shall not be deemed exclusive of any other rights to which those indemnified may be entitled under any bylaw, agreement, vote of shareholders or directors or otherwise, both as to action in his or her official capacity and as to action in another capacity while holding such office. Such indemnification shall continue as to a person who has ceased to be a director, officer, employee or agent, and shall inure to the benefit of the heirs and personal and other legal representatives of such a person. Except as otherwise provided above, an adjudication of liability shall not affect the right to indemnification for those indemnified.

Article XI

Amendment

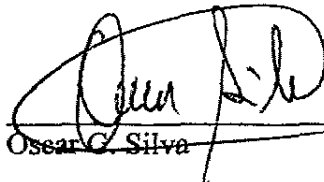
The corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholder(s) is subject to this reservation.

Article XII

Bylaws

Bylaws may be adopted, altered, amended, or repealed by either the shareholders or the Board of Directors, but the Board of Directors may not amend or repeal any Bylaw adopted by shareholders if the shareholders specifically provide such Bylaw is not subject to amendment or repeal by the directors.

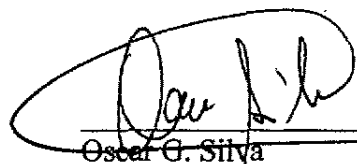
DATED: February 15, 2005


Oscar C. Silva

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

Having been named as registered agent for Opositivo Producciones, Inc., a Florida corporation (the "Corporation"), in the foregoing Articles of Incorporation, I, on behalf of the Corporation, hereby state I am familiar with and agree to accept the duties and responsibilities as registered agent for said Corporation and to comply with any and all Florida Statutes relative to the complete and proper performance of the duties of registered agent.

REGISTERED AGENT


Oscar G. Silva

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CLERK OF STATE
TALLAHASSEE, FLORIDA