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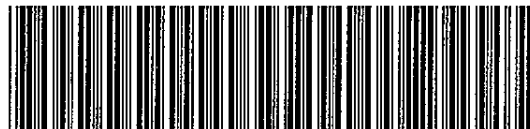
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The Law Offices of  
**MOYLE  
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June 5, 2005

Florida Department of State  
Division of Corporations  
409 E. Gaines Street  
Tallahassee, FL 32399

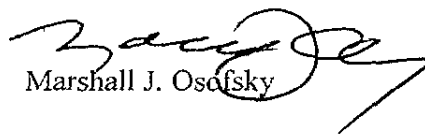
Re: Incorporation of Big He-ah Productions, Inc.

Dear Sir/Madam:

Enclosed herewith please find an original and one copy of the Articles of Incorporation for Big He-ah Productions, Inc. along with this law firm's check in the amount of \$70.00 to cover your costs associated with filing the same. Please file the enclosed as soon as possible.

Should you have any questions, please do not hesitate to call.

Sincerely,

  
Marshall J. Osofsky

Enclosures

**ARTICLES OF INCORPORATION**  
**OF**  
**BIG HE-AH PRODUCTIONS, INC.**

The undersigned hereby establishes the following for the purpose of becoming a Corporation under the laws of the State of Florida, by and under the provisions of the Statutes of the State of Florida providing for the formation, liability, rights, privileges and immunities of a Corporation for profit.

**ARTICLE I**  
**Name of Corporation**

The name of this Corporation shall be BIG HE-AH PRODUCTIONS, INC. (the "Corporation").

**ARTICLE II**  
**Mailing Address and Principal Place of Business**

The mailing address and principal place of business of the Corporation is 5032 North La Sedona Circle, Delray Beach, FL 33484.

**ARTICLE III**  
**Purpose**

This Corporation is organized for the following purposes:

- (a) To have and to exercise all the powers now or hereafter conferred by the laws of the State of Florida upon corporations organized pursuant to the laws under which the Corporation is organized and any and all acts amendatory thereof and supplemental thereto.
- (b) For the purpose of transacting any or all lawful business.

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- (c) To do any and everything pertinent to the above.

ARTICLE IV  
Capital Stock

This Corporation is authorized to issue One Thousand (1000) shares of One Dollar (\$1.00) par value common stock.

ARTICLE V  
Preemptive Rights

Every Shareholder, upon the sale for cash of any new stock of this Corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without the issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI  
Corporate Duration

This Corporation shall have perpetual duration unless sooner dissolved by law.

ARTICLE VII  
Initial Registered Office and Agent

The street address of the initial registered office of this Corporation is 625 N. Flagler Drive, 9<sup>th</sup> Floor, West Palm Beach, FL 33401, and the name of the initial registered agent of this Corporation at that address is Marshall J. Osofsky, Esq.

ARTICLE VIII  
Initial Board of Directors

This Corporation shall have one (1) director initially. The number of directors may be increased from time to time by the By-Laws but shall never be less than one (1). The name and address of the initial directors of this Corporation are as follows:

Angela Manfredi	5032 North La Sedona Circle Delray Beach, FL 33484.
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ARTICLE IX  
By-Laws

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors and the shareholders.

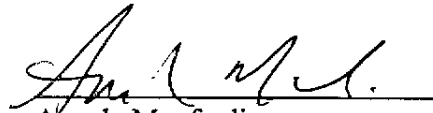
ARTICLE X  
Indemnification

The Corporation shall indemnify any officer or director or any former officer or director, to the full extent permitted by law.

ARTICLE XI  
Incorporator

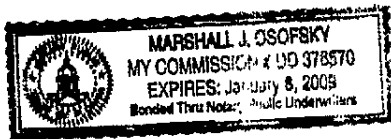
The name and address of the person signing these Articles is as follows: Angela Manfredi,  
5032 North La Sedona Circle, Delray Beach, FL 33484.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 2<sup>nd</sup> day of JUNE, 2005.

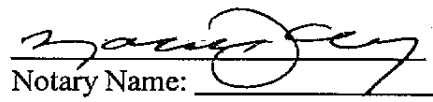
  
Angela Manfredi

STATE OF FLORIDA                   )  
COUNTY OF PALM BEACH        )


The foregoing instrument was acknowledged before me this 2<sup>nd</sup> day of JUNE, 2005, by Angela Manfredi, as Incorporator of BIG HE-AH PRODUCTIONS, INC., on behalf of the Corporation, and she is personally known to me or has produced \_\_\_\_\_ as identification and did take an oath.



(NOTARY STAMP)

  
Notary Name: \_\_\_\_\_  
Notary Public  
Serial (Commission) Number  
(if any) \_\_\_\_\_

I hereby accept appointment as Registered Agent of BIG HE-AH PRODUCTIONS, INC., as provided in Article VII, hereof.

  
Marshall J. Osofsky, Esq.  
Registered Agent

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