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(Requestor's Name)

(Address)

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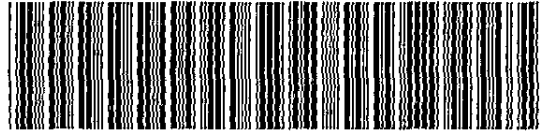
(Business Entity Name)

(Document Number)

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11-30-05

George M. Tavares

Requestor's Name

401 Lincoln Road Suite 4-E

Address

Miami Beach FL 33139

City

State

ZIP

Phone

VALIDATION ONLY

CORPORATION(S) NAME

Amazonia Entertainment Inc.

☐ Profit

☐ NonProfit

☐ Amendment

☐ Merger

☐ Foreign

☐ Dissolution

☐ Mark

☐ Limited Partnership

☐ Annual Report

☐ Other

☐ Reinstatement

☐ Reservation

☐ Change of Registered Agent

☒ Certified Copy

☐ Photo Copies

☐ Certificate Under Seal

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☐ After 4:30

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Availability

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Examiner

Updater

Verifier

Acknowledgment

W.P. Verifier



Empire Toll Free: 1-800-432-3028

LAW OFFICES  
of  
**GEORGE M. TAVARES, JR.**  
407 LINCOLN ROAD, SUITE: 6-E  
MIAMI BEACH, FLORIDA 33139-3016

TELEPHONE (305) 673-9696

TELECOPIER (305) 673-4813

Email: TavaresEsq@aol.com

**November 29th, 2005**

Secretary of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32301

RE: Incorporation of: **AMAZONIA ENTERTAINMENT, INC.**

Gentlemen:

Enclosed please find the following documents for filing for the above corporation:

1. Original and two copies of Articles of Incorporation;
2. Original and two copies of certificate designating Resident Agent and Acceptance of Agent;
3. My check in the amount of \$78.75 as payment for the following:

Filing Fee	\$35.00
Certificate of Designating Resident Agent	35.00
Certified Copy of Charter	8.75
	<b>\$78.75</b>

Thank you in advance for your prompt attention to this matter.

Very truly yours,

**GEORGE M. TAVARES, JR.**

GMT/TCD

**ARTICLES OF INCORPORATION  
OF  
AMAZONIA ENTERTAINMENT, INC.**

**ARTICLE I**  
[CORPORATE NAME]

The name of this corporation is **AMAZONIA ENTERTAINMENT, INC.**

**ARTICLE II**  
[TERM OF EXISTENCE]

This corporation shall have perpetual existence.

**ARTICLE III**  
[NATURE OF BUSINESS & POWERS]

The general nature of the business to be transacted by this Corporation is to engage in any and all business permitted under the laws of the State of Florida.

The general nature of the business to be transacted by this Corporation is to engage in any and all business permitted under the laws of the State of Florida and the corporation shall have the powers as enumerated in Section 607.011 of the Florida Statutes, as they presently exist, together with any and all amendments to said Section.

This Corporation shall specifically engage in the business of the production of film, documentaries, recorded music and the recording, manufacture, leasing, sale, distribution and promotion of mechanical devices of any kind whatsoever now known or to become known which devices reproduce the sight and sound of every name, nature and description in addition;

To organize, rehearse, coach, employ, represent, manage and develop artistic performing abilities of individuals who are performers, and to produce same for public and private performance in any foreign state or country of the world, in any entertainment medium whatsoever.

To acquire and operate phonograph recordings and electrical transcription facilities; and to exchange or otherwise dispose of any and all kinds of records, electrical transmission or other devices by which sight and sound may be reproduced in any manner whatsoever. To carry on, in all departments, the business of producing theatrical, motion picture, television, master recordings, television, radio and other entertainments including lectures, pantomime, ballets,

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ALABAMA, FLORIDA

pageants, devices, features and ideas of all kind. To acquire copyrights, licenses, or other rights to or in music, plays, films and to lectures, pantomime, ballets, pageants, devices, features and ideas of all kind. To acquire copyrights, licenses, or other rights to or in music, plays, films. To equip, maintain, and operate studio, photographic and other equipment for the making and production of master recordings, motion pictures and/or television broadcasts. To erect, purchase, sell, acquire and dispose of, and to maintain, manage and operate theaters, halls, radio stations, television stations, places of entertainment, or amusement enterprises of all kinds; to conduct, carry on, manage and operate entertainment or amusement enterprises of every kind now known or to become known.

This corporation shall have the powers as enumerated in Section 607.011 of the Florida Statutes, as they presently exist, together with any and all amendments to said Section.

**ARTICLE IV**  
[ PLACE OF BUSINESS]

The principal place of business for this corporation is:

11741 Bay Breeze  
Wellington, Florida 33414

**ARTICLE V**  
[CORPORATE ADDRESS]

The mailing address of this corporation is:

11741 Bay Breeze  
Wellington, Florida 33414

**ARTICLE VI**  
[CAPITAL STOCK]

This corporation is authorized to issue one thousand (2,000) shares of common stock with par value of one dollar (\$1.00) each of which shall be designated as "Common Shares".

**ARTICLE VII**

[PRO-RATA STOCK PARTICIPATION]

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

**ARTICLE VIII**

[REGISTERED AGENT & OFFICE]

The street address of the initial registered office of this corporation and the name of the initial registered office of this corporation and the name of the initial registered agent of this corporation at that address is:

**Street Address of Initial Registered Office:** 407 Lincoln Road, Suite: 6-E  
Miami, Florida 33139-3016

**Name of Initial Registered Office:** LAW OFFICES of GEORGE M. TAVARES

**Name of Initial Registered Agent:** GEORGE M. TAVARES, JR.

The Board of Directors from time to time may move the Registered Office to any other address in the State of Florida.

**ARTICLE IX**

[INITIAL DIRECTORS]

The name's and address's of the initial directors of this corporation is as follows:

**DOMINICK LA BANCA  
CARLOS MARTINS  
11741 Bay Breeze  
Wellington, Florida 33414**

**ARTICLE X**  
[BOARD OF DIRECTORS]

The corporation shall have two (2) Directors initially. The persons named as initial directors shall hold office for the first year of existence of this Corporation or until their successor is elected or appointed and has qualified, whichever occurs first. The number of directors may be increased from time to time in accordance with the Bylaws of the corporation adopted by the stockholders, but there shall always be at least one (1) director. To the extent permitted by law, the corporation shall indemnify and hold harmless each person who shall serve as a director or officer of the corporation, and each person who serves at the request of the corporation

as a director or officer of any other corporation, from and against any and all claims and liabilities to which such person shall become subject by reason of his being a director or officer. The corporation shall reimburse such person(s) for all costs, legal and other expenses reasonably incurred in connection with any claims or liability as to which it shall be adjudged that such officer or director is liable to the extent permitted by law.

**ARTICLE XI**  
[INITIAL INCORPORATOR]

The name and address of the person, as Incorporator, signing these Articles is as follows:

**GEORGE M. TAVARES, JR.**  
407 Lincoln Road, Suite: 6-E  
Miami Beach, Florida 33139

**ARTICLE XII**  
[RESALE OF STOCK]

Shares held by the initial shareholders may not be resold or otherwise transferred to other persons unless such shares are first offered to the remaining shareholders or to this corporation. The price and terms at which, and the timing

within which, such shares may be offered and sold shall be further specified by written agreement among all of the shareholders of this corporation.

**ARTICLE XIII**  
[AMENDMENT OF ARTICLES]

These Articles of Incorporation may be amended by the manner provided by law. Every amendment shall be approved by the directors, properly proposed by them to the stockholders of the corporation, and approved by said stockholders at a meeting of the majority of said stockholders then entitled to vote thereon, unless all of the Board of Directors and all of the stockholders of the corporation sign a written statement manifesting their intention that a certain amendment to the Articles of Incorporation be made.

**IN WITNESS WHEREOF**, the undersigned Incorporator, for the purpose of forming a corporation to do business within the State of Florida, hereby declares and certifies that the facts herein stated are true and does hereby make and file these Articles of Incorporation, and hereunto sets his hand and seal at Miami Beach, Miami-Dade County, Florida, this 29th day of November 2005.

Signed:

George M. TAVARES, JR. Incorporator

STATE OF FLORIDA)  
                                  )SS  
MIAMI-DADE COUNTY)

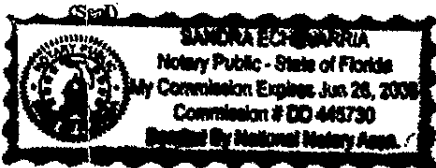
I, hereby certify that on this 29th day, before me, an officer duly authorized to administer oaths and take acknowledgements, personally appeared, known to be the persons described in and who executed the foregoing instrument, who acknowledged before me that GEORGE M. TAVARES, JR. executed same, and an oath was not taken, [Check one] ☒ Said person(s) are personally known to me or ☐ Said person(s) provided the following type of identification:  
personally known

Witness my hand and Official Seal in the County and State last aforesaid this 29th day of November, 2005.

Notary Signature: Sandra Echevarria

Printed Name: Sandra Echevarria

Notary





# C E R T I F I C A T E

DESIGNATING PLACE OF BUSINESS OR DOMICILE  
FOR THE SERVICE OF PROCESS WITHIN FLORIDA,  
NAMING AGENT UPON WHOM PROCESS BE SERVED

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

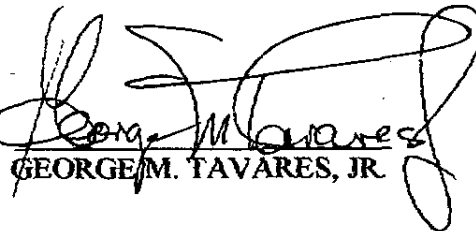
IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES,  
THE FOLLOWING IS SUBMITTED:

FIRST - THAT AMAZONIA ENTERTAINMENT, INC. DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATED OF FLORIDA, WITH ITS PRINCIPAL PLACE OF BUSINESS AT THE CITY OF DAVIE, COUNTY OF MIAMI-DADE AND STATE OF FLORIDA, HAS NAMED **GEORGE M. TAVARES, JR., ESQUIRE** WITH OFFICES LOCATED AT 407 LINCOLN ROAD, SUITE: 6-E, CITY OF MIAMI BEACH, COUNTY OF MIAMI-DADE, STATE OF FLORIDA, 33139-3016, AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

SECOND - HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE-STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES.

DATED: MIAMI BEACH, FLORIDA  
29th of NOVEMBER 2005

By:

  
GEORGE M. TAVARES, JR.

STATE OF FLORIDA)  
                                  )SS  
MIAMI-DADE COUNTY)

I, hereby certify that on this 29th day, before me, an officer duly authorized to administer oaths and take acknowledgements, personally appeared, known to be the persons described in and who executed the foregoing instrument, who acknowledged before me that **GEORGE M. TAVARES, JR.** executed same, and an oath was not taken, [Check one] ☒ Said person(s) are personally known to me or ☐ Said person(s) provided the following type of identification:

personally known

Witness my hand and Official Seal in the County and State last aforesaid this 29th day of November, 2005.

Notary Signature:



(Seal)



Printed Name:

Sandra Echevarria

Notary