

**Electronic Articles of Incorporation
For**

P06000156113
FILED
December 22, 2006
Sec. Of State
bmcknight

BACKGROUND ENTERTAINMENT, INC.

The undersigned incorporator, for the purpose of forming a Florida profit corporation, hereby adopts the following Articles of Incorporation:

Article I

The name of the corporation is:

BACKGROUND ENTERTAINMENT, INC.

Article II

The principal place of business address:

5036 DR. PHILLIPS BLVD
#326
ORLANDO, FL. 32819

The mailing address of the corporation is:

5036 DR. PHILLIPS BLVD
#326
ORLANDO, FL. 32819

Article III

The purpose for which this corporation is organized is:

ANY AND ALL LAWFUL BUSINESS.

Article IV

The number of shares the corporation is authorized to issue is:

2

Article V

The name and Florida street address of the registered agent is:

JENNIFER A CONRADER
135 WEST NINTH AVENUE
MOUNT DORA, FL. 32757

I certify that I am familiar with and accept the responsibilities of registered agent.

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Registered Agent Signature: JENNIFER CONRADER

Article VI

The name and address of the incorporator is:

JENNIFER CONRADER
135 WEST NINTH AVENUE

MOUNT DORA, FL 32757

Incorporator Signature: JENNIFER CONRADER

Article VII

The initial officer(s) and/or director(s) of the corporation is/are:

Title: VP
JENNIFER A CONRADER
135 WEST 9TH AVENUE
MOUNT DORA, FL. 32757

Title: P
MELANIE MORENO
7995 SNOWBERRY CIRCLE
ORLANDO, FL. 32819

Article VIII

The effective date for this corporation shall be:

12/22/2006