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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FLORIDA PROFIT/NON PROFIT CORPORATION

building blocks of culture, inc.

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ARTICLES OF INCORPORATION

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

OF

BUILDING BLOCKS OF CULTURE, INC.

The undersigned incorporator does hereby make, subscribe, file and acknowledge these Articles of Incorporation for the purpose of organizing a corporation under the Florida Business Corporation Act.

ARTICLE I

NAME OF CORPORATION

The name of this Corporation shall be:

BUILDING BLOCKS OF CULTURE, INC.

ARTICLE II

PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office is located at 28 N.E. 14TH Street, Miami, Florida 33132.

ARTICLE III

AUTHORIZED SHARES

The total authorized capital stock of this Corporation shall consist of 10,000 shares of Common Stock, par value \$.01 per share.

ARTICLE IV

ADDRESS OF REGISTERED OFFICE IN THIS STATE

The street address of the initial registered office of this Corporation in the State of Florida is 28 N.E. 14th Street, Miami, Florida 33132, and the initial registered agent of the Corporation at that address shall be Aramis Lorie.

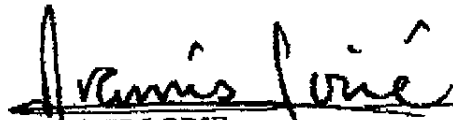
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**ARTICLE V
INCORPORATOR**

The name and street address of the persons signing these Articles of Incorporation is:

Aramis Lorie

IN WITNESS WHEREOF, we have hereunto subscribed our hands and seals this 23 day of February 2007.


ARAMIS LORIE
Incorporator

**ARTICLE VI
OFFICERS**

The affairs of the Corporation shall be managed by Officers of the Corporation, consisting of a President, Secretary, Treasurer and such other Officers as shall be hereafter provided for in the By-Laws of the Corporation. The initial President, Secretary and Director of the Corporation is Aramis Lorie whose address is 28 N.E. 14th Street, Miami, Florida 33132. The officers of the Corporation shall be elected each year by vote of the Board of Directors. The Officers of the Corporation shall have the sole and exclusive right to manage the affairs of the Corporation, except as shall be otherwise provided by law, the By-Laws of the Corporation or these Articles of Incorporation, or as may be otherwise reserved to the Board of Directors.

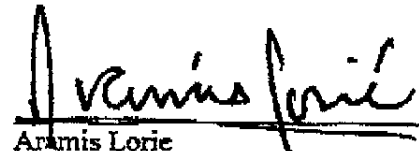
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ARTICLE VII

BOARD OF DIRECTORS

The Board of Directors shall be elected by in a manner as provided for in the By-Laws of the Corporation.

THE UNDERSIGNED, named as registered agent in Article IV of these Articles of Incorporation, hereby accepts the appointment as such registered agent, and acknowledges that he is familiar with, and accepts the obligations imposed upon registered agents under the Florida Business Corporation Act, including specifically Section 607.0505.


 Aramis Lorie
 Registered Agent

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 TALLAHASSEE, FLORIDA

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