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Division of Corporations
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To:

Division of Corporations
Fax Number : (850)205-0381

From:

Account Name : FRANCIS X. CASTORO, P.A.
Account Number : T20020000153
Phone : (954) 922-0505
Fax Number : (954) 922-4674

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FLORIDA PROFIT/NON PROFIT CORPORATION

HIGHER HEIGHTS PRODUCTIONS, INC.

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FRANCIS X. CASTORO, P.A.
6555, POWERLINE ROAD, SUITE 301
FORT LAUDERDALE, FLORIDA 33309
TELEPHONE: 954-922-0505
TELECOPIER: 954-491-8720

MARCH 7, 2007

Attn: NEW FILING SECTION
FLORIDA DEPARTMENT OF STATE
P. O. Box 6327
Tallahassee, Florida 32314

Re: Formation Of New Corporation For Profit Named:

ACCOUNT NUMBER: I20020000153

CORP: HIGHER HEIGHTS PRODUCTIONS, INC.

Dear Ms. Secretary:

Enclosed please find:

- A. ARTICLES OF INCORPORATION
- B. DESIGNATION OF REGISTERED AGENT

PAYMENT: The following fees should be deducted the above-noted account.

Filing of ARTICLES OF INCORPORATION.....	\$35.00
Filing of DESIGNATION OF REGISTERED AGENT.....	\$35.00
Certified Copies of ARTICLES OF INCORPORATION.....	\$ 8.75
Total.....	\$78.75

After filing, please forward the certified copy of the ARTICLES OF INCORPORATION TO:

FRANCIS X. CASTORO, Esq.
FRANCIS X. CASTORO, P.A.
6555 POWERLINE ROAD, SUITE 301
Fort Lauderdale, Florida 33309

If you have any comments or questions, please do not hesitate to contact my office.

Sincerely,

Francis X. Castoro, Esq.
FXC/jag
encls

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Mar. 7. 2007 8:53AM Lack & Union Title Corp.

No. 0921 P. 3

H070000604343

ARTICLES OF INCORPORATION

- OF -

HIGHER HEIGHTS PRODUCTIONS, INC.

I, THE UNDERSIGNED, hereby come forth 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 said State of Florida.

ARTICLE I

The name of the corporation shall be: HIGHER HEIGHTS PRODUCTIONS, INC. Its business shall be carried on in the State of Florida, in the United States of America, and elsewhere, as may be authorized by the Board of Directors.

ARTICLE II

The general nature of the business to be transacted by the corporation shall be:

- a. To be engaged in any and all aspects within the field of production and distribution of programming in all media (television, film, radio, etc).
- b. To buy and sell real estate, build and develop unimproved land and conduct a general broker business on all forms and kinds of securities and to act as agents in the buying and selling of mortgages, equities, securities and other forms of negotiable instruments and evidences of indebtedness and to buy and sell personal property, either wholesale or retail; to purchase, own, sell, rent, lease, mortgage and to act as the agent in the buying, owning, selling,

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H070000604343

Mar. 7. 2007 8:54AM Lack @ Union Title Corp.

No. 0921 P. 4

H070000604343

renting, leasing and mortgaging of property, whether real or personal or otherwise; to manufacture, acquire or dispose of real estate or personal properties, for itself or acting as agents in loaning and buying securities; to borrow money and to secure the same in whatever manner in which a corporation might do and is permissible under the Laws of the state of Florida.

- c. To apply for, hold, purchase, acquire or otherwise deal in letters, patent or copyrights of the United States or other countries, to work, operate or develop the same or to carry on any business, manufacturing or otherwise, which may directly or indirectly affect those objects or any of them; to guarantee, purchase, hold, sell, assign, transfer, mortgage, pledge or otherwise, which may directly or indirectly affect those objects or any of them; to guarantee, purchase, hold, sell, assign, transfer, mortgage, pledge or otherwise acquire or dispose of the shares of capital stock or any bonds, securities or other evidences of indebtedness created by any person or corporation of this state or any other State, Country, Nation or Government and while owner of said stock may exercise all the rights and privileges of ownership, including the right to vote thereon as natural persons might or could do.
- d. To loan money on real estate and personal property.
- e. To enter into, make or perform contracts of any kind with any person, association, corporation, municipality, body politic, country, county, territory,

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Mar. 7. 2007 8:54AM Lack @ Union Title Corp.

No. 0921 P. 5

H070000604343

state, government, colony or any dependency thereof, and without limit as to the amount, draw, make, accept, endorse, discount, execute and issue promissory notes, drafts, bills of exchange, warrants, bonds, debentures and all other negotiable instruments and evidences of indebtedness, whether secured by mortgage, bond or otherwise.

- f. To do any and of the requirements set forth herein, to the same extent as natural persons might do or could do and in any part of the world as principals, agents, contractors or otherwise and either alone or with the company of others, purchase, hold and reissue any of the shares of its capital stock.
- g. In general, to carry on any other business in connection therewith, whether manufacturing or otherwise, not specifically forbidden by the Laws of the State of Florida and with all powers conferred upon corporations by the Laws of the State of Florida.

A R T I C L E I I I

The maximum number of Shares of Stock that the corporation is authorized to have outstanding, at any time, shall be: ONE HUNDRED (100) SHARES - NO PAR VALUE.

A R T I C L E I V

The amount of capital with which the corporation will begin business shall not be less than FIVE HUNDRED DOLLARS (\$500.00).

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Mar. 7. 2007 8:54AM Lack @ Union Title Corp.

No.0921 P. 6

H070000604343

ARTICLE V

The principal office of this corporation shall be located at
6399 SW 34 STREET
MIRAMAR, FLORIDA 33023

ARTICLE VI

The corporation shall have perpetual existence.

ARTICLE VII

The names and street addresses of each subscriber to these
Articles of Incorporation are as follows:

<u>N A M E</u>	<u>STREET ADDRESS</u>
MICHAEL WILLIAMS	6399 SW 34 STREET MIRAMAR, FLORIDA 33023

ARTICLE VII

The names and street addresses of the first Board of Directors who
shall hold office for the first year of the corporation's
existence or until their successors are elected and have
qualified, are as follows:

<u>N A M E</u>	<u>STREET ADDRESS</u>
MICHAEL WILLIAMS	6399 SW 34 STREET MIRAMAR, FLORIDA 33023

At all times, there shall be not less than ONE (1) Director.

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Mar. 7. 2007 8:54AM Lack @ Union Title Corp.

No.0921 P. 8

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DESIGNATION AND ACCEPTANCE OF REGISTERED AGENT

RE: CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING
AGENT UPON WHOM PROCESS MAY BE SERVED.

TO: SECRETARY OF STATE, CORPORATE RECORDS BUREAU

DATE: MARCH 7, 2007

CORP: HIGHER HEIGHTS PRODUCTIONS, INC.

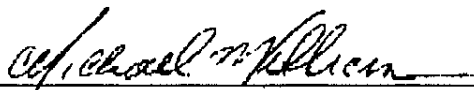
Pursuant to Chapter 607.034 Florida Statutes, the following is
submitted, in compliance with said Act: That the above-named
corporation desiring to organize under the laws of the State of
Florida with its principal office, as indicated in the Articles of
Incorporation, located in the City of MIRAMAR, County of BROWARD,
State of FLORIDA, has named:

MICHAEL WILLIAMS
6399 SW 34 STREET
MIRAMAR, FLORIDA 33023

as its REGISTERED AGENT to accept service of process within this
State.

ACKNOWLEDGEMENT: Having been named to accept service of process
for the above stated corporation, at place designated in this
certificate, I, the below signed, hereby:

1. accept to act in this capacity and agree to comply with the
provisions of said Act relative to keeping open said office;
and
2. I HEREBY AM FAMILIAR WITH AND ACCEPT THE DUTIES AND
RESPONSIBILITIES AS REGISTERED AGENT FOR SAID CORPORATION.



BY: MICHAEL WILLIAMS

ITS: REGISTERED AGENT

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Mar. 7. 2007 8:54AM Lack @ Union Title Corp.

No. 0921 P. 7

H070000604343

IN WITNESS WHEREOF, I have hereunto set my hand and seal in this
7th day of MARCH, 2007


By: MICHAEL WILLIAMS

STATE OF FLORIDA }
 } ss:
COUNTY OF BROWARD }

I HEREBY CERTIFY that on this day, before me, a Notary Public duly
authorized in the State and County above named to take
acknowledgments, personally appeared: MICHAEL WILLIAMS, who
presented a Florida Driver's License, and on that basis, to me
well known to be the person described as the Subscriber in and who
executed the foregoing Articles of Incorporation and he
acknowledged before me, according to law, that he subscribed to
those Articles of Incorporation.

WITNESS my hand and Official Seal, in the County and State as
aforesaid, this 7th day of MARCH, 2007.




NOTARY PUBLIC - STATE OF FLORIDA

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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