

MAY 8 2007 11:18AM

C S C

NO. 838

P. 1

Florida Department of State

Division of Corporations

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**FLORIDA PROFIT/NON PROFIT CORPORATION**

**B SIDE ENTERTAINMENT, INC.**

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APR-18-2007 11:46A FROM:UGY PRODUCTIONS INC. 3053259429

TO:7867 1174

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**ARTICLES OF INCORPORATION  
OF  
B SIDE ENTERTAINMENT, INC.**

**ARTICLE I - NAME AND BUSINESS ADDRESS**

The name of this Corporation is B SIDE ENTERTAINMENT, INC. Its principal office address and business mailing address is 6744 N. Miami Avenue, Miami FL 33150.

**ARTICLE II - DURATION**

The Corporation shall have a perpetual existence.

**ARTICLE III - PURPOSE**

The purpose of this Corporation is to engage in any activities or business permitted under the Laws of the United States and Florida.

**ARTICLE IV - CAPITAL STOCK**

The maximum number of shares which this Corporation is authorized to have outstanding at any time is 1,000 shares of common stock, having a par value of \$.01 per share.

**ARTICLE V - INITIAL  
REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of this Corporation shall be 6744 N. Miami Avenue, Miami FL 33150 and the initial registered agent of this Corporation at such office shall be Ingrid Bazin, who upon accepting this designation agrees to comply with the provisions of Chapters 48 and 607, Florida Statutes as amended from time to time, with respect to keeping an office open for service of process.

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### ARTICLE VI - INITIAL BOARD OF DIRECTORS

The initial Board of Directors shall consist of one (1) member. The number of directors may be increased or decreased from time to time by vote of the Board of Directors, but in no case shall the number of directors be less than one nor more than nine. The name and address of the directors constituting the initial Board of Directors is:

Ingrid Bazin  
6744 N. Miami Avenue  
Miami FL 33150

### ARTICLE VII - INCORPORATOR

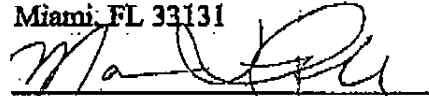
The name and street address of the person signing these Articles of Incorporation is:

Name

Address

Marion A. Hill, Esq.

200 S. Biscayne Blvd., Suite 2680  
Miami, FL 33131

  
Marion A. Hill, Esq., Incorporator

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**ACCEPTANCE OF REGISTERED AGENT**

Having been named to accept service of process for B SIDE ENTERTAINMENT, INC., 6744 N. Miami Avenue, Miami FL 33150, at the place designated in the Articles of Incorporation, Ingrid Bazin agrees to act in this capacity and is familiar with, and accepts, the obligations of such position, and agrees to comply with the provisions of Section 48.091, Florida Statutes, relative to keeping open such office.

Dated: 4-18-1, 2007

  
INGRID BAZIN

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