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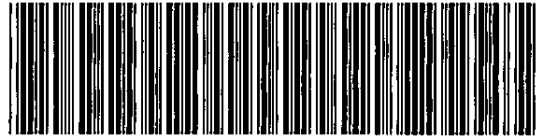
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ARTICLES OF INCORPORATION

OF

BREAKING BREAD ENTERTAINMENT INC.

The undersigned, acting as incorporators of a corporation pursuant to Florida Corporations Law Statute 607 governing for-profit corporations, adopts the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be:

BREAKING BREAD ENTERTAINMENT INC.

ARTICLE II PRINCIPAL PLACE OF BUSINESS AND MAILING ADDRESS

The principle place of business and mailing address shall be:

**6100 Arlington Expwy # H-203
Jacksonville, Florida 32211**

ARTICLE III PURPOSES

- 1. To engage in the commercial entertainment business.**
- 2. To specialize in music and modeling client management.**
- 3. To engage in the production, distribution or any other related areas of the music industry.**
- 4. To engage in movie production, direction, distribution and sales.**
- 5. To engage in any other legal business necessary to the accomplishment of corporate goals and objectives.**

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**ARTICLE IV
DISSOLUTION**

Dissolution of the corporation shall only by resolution of the Board of Directors or an act of law.

**ARTICLE V
STOCK**

Initial stock of the corporation will be 1000 shares of stock at .001 value.

**ARTICLE VI
INITIAL REGISTERED AGENT AND MAILING ADDRESS**

The initial registered agent and street address shall be:

**Michael R. Winston
6100 Arlington Expwy. # H-203
Jacksonville, Florida 32211**


**ARTICLE VIII
BOARD OF DIRECTORS**

The Board of Directors will be appointed by the initial incorporator (s)

**ARTICLE IX
BYLAWS**

The Bylaws of the corporation will be formulated by the initial Board of Directors once appointed .

INCORPORATORS

Name	Address	Signature
1. Michael R. Winston	6100 Arlington Expwy. # H-203 Jacksonville, Florida 32211	

The herein above signed incorporators have executed these Articles of Incorporation on this 24th day of May 2007.

STATEMENT OF REGISTERED AGENT

Name and address of the registered agent is as follows:

Michael R. Winston
6100 Arlington Expwy. # H-203
Jacksonville, Florida 32211

I hereby accept the appointment as registered agent and agree to act in that capacity. I further agree to comply with the provisions of the statutes relative to the proper and complete performance of my duties, and am familiar with and accept the obligation of my position as registered agent.

Michael R. Winston 5/24/07
Signature of Registered Agent Date

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