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FLORIDA PROFIT/NON PROFIT CORPORATION
 and-mar productions inc.

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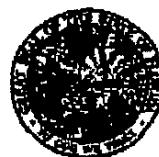
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September 11, 2007

FLORIDA DEPARTMENT OF STATE
Division of Corporations
EMPIRE CORPORATE KIT COMPANY

SUBJECT: AND-MAR PRODUCTIONS INC.
REF: W07000044789

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ARTICLES OF INCORPORATION

OF

AND-MAR CINEMA PRODUCTIONS INC.

The undersigned, acting as incorporator of a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation for such corporation:

ARTICLE I

The name of this corporation shall be: **AND-MAR CINEMA PRODUCTIONS INC.**

ARTICLE II

Corporate existence is perpetual.

ARTICLE III

The primary purpose of the corporation is to engage in the practice of accounting activities or any other business permitted under the laws of the United States and the State of Florida.

ARTICLE IV

The corporation shall have the authority to issue 1,000 shares all in one class, \$1.00 par value.

ARTICLE V

The initial principal address and registered offices of the corporation in the State of Florida shall be: 9485 S.W. 72nd St. Suite A-225 Miami, Florida 33173. The Board of Directors may from time to time move their principal offices to any address within the State of Florida. The registered agent is: ANDY MARTINEZ. Address: 9485 S.W. 72nd St. Suite A-225, Miami, Florida 33173.

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ARTICLE VI

The number of directors constituting its initial Board of Directors are one (1) whose names and addresses are:

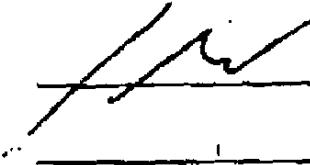
NAME/ADDRESS

ANDY MARTINEZ
9485 S.W. 72nd St. Suite A-225
Miami, Florida 33173

ARTICLE VII

The stock of the corporation may be issued pursuant to the provisions under §1244 of Internal Revenue Code in order for the stockholders of the corporation may receive the benefits thereunder.

IN WITNESS WHEREOF: We have hereunto set our hands and seals this 5th day of September 2007.



ARTICLE VIII

The name of the incorporator is **ANDY MARTINEZ**, 9485 S.W. 72 St Suite A-225, Miami, Florida 33173.

Signature


Incorporator

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ARTICLE IX

Preemptive rights shall be as follows: Subject to the restrictions of the Florida General Corporation Act, the holders of the common stock of this corporation shall have the preemptive rights to purchase, at prices, terms and have conditions that shall be fixed by the Board of Directors as may be issued for money (money, or any property, or services) from time to time, in addition to that stock authorized (and issued) by the corporation. The preemptive right of any holder is determined by the ration of the authorized (authorized and issued) shares of common stock held by the holder to all shares of common stock currently authorized (and issued).

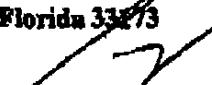
**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Section 607.325, Florida Statues the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

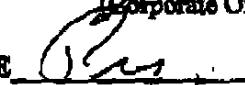
The name of the corporation is: **AND-MAR CINEMA PRODUCTIONS INC.**

The name and address of the registered agent is:

ANDY MARTINEZ
9485 S.W. 72 St. Suite A-225
Miami, Florida 33173

SIGNATURE 

(Corporate Officer)

TITLE 

DATE 8/5/07

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HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE-STATED CORPORATION, AT PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES AND OBLIGATIONS OF SECTION 607.325, FLORIDA STATUES.

SIGNATURE 

DATE 8/5/07

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