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2007 OCT 17 P 1:33
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

D. WHITE OCT 18 2007

ATTORNEY AT LAW
ROBERT E. WIGGINS
ROBERT EDWARD WIGGINS, P.A.

13799 PARK BOULEVARD N. #254
SEMINOLE, FLORIDA 33776-3402

EMAIL: wiggins.bob@verizon.net

PHONE: (727) 251-8662

October 15, 2007

Department of State
Division of Corporations
Corporate Filings
P.O. Box 6327
Tallahassee, Florida 32314

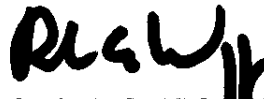
RE: CINEPRO PICTURES (W), INC.
Articles of Incorporation

Dear Sirs:

Enclosed please find the original Articles of Incorporation of Cinepro Pictures (W), Inc. Also enclosed is a check in the amount of Seventy-Eight Dollars and Seventy Five Cents (\$78.75) for the filing fee. Please return the certified copy to the address shown above.

Thank you and if you have any questions, please do not hesitate to contact me.

Sincerely yours,



ROBERT E. WIGGINS

REW.atm
Enclosures

ARTICLES OF INCORPORATION

OF

CINEPRO PICTURES (W), INC.

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2007 OCT 17 P 1:33

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

NAME

The name of this corporation is CINEPRO PICTURES (W), INC.

ARTICLE II

PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office of the corporation and mailing address is:

801 West Bay Drive
Suite #800
Largo, Florida 33770

ARTICLE III

TERM

The term of existence of this corporation is perpetual.

ARTICLE IV

PURPOSE

This corporation is organized to transact any and all lawful business for which corporations may be incorporated under Florida Statutes.

ARTICLE V
CAPITAL STOCK

This corporation is authorized to issue One Thousand (1000) shares of One Dollar (\$1.00) par value common stock.

ARTICLE VI
DIRECTORS

This corporation shall have one (1) Director initially. The number of Directors may be either increased or diminished from time to time by the Bylaws but shall never be less than one (1). The names and addresses of the initial Director of this corporation, who shall serve until his successor is elected and has qualified or until removed is as follows:

NAME	ADDRESS
STEPHANIE CAMPEAU	801 West Bay Drive Suite #800 Largo, Florida 33770

ARTICLE VII
OFFICERS

The affairs of this corporation shall be administered by the officers designated by the Bylaws. The officers shall be elected by the Board of Directors at its first meeting following the annual meeting of the shareholders, and they shall serve at the pleasure of the Board of Directors.

The names and addresses of the officers, who shall serve until the Board of Directors designates their successors, are as follows:

OFFICE	NAME AND ADDRESS
President	Stephanie Campeau 801 West Bay Drive Suite #800 Largo, Florida 33770
Secretary Treasurer	Florence Splingard 801 West Bay Drive Suite #800 Largo, Florida 33770

ARTICLE VIII

REGISTERED OFFICE AND AGENT

The name and address of the initial registered agent and office of this corporation is as follows:

Registered Agent:	Office of Agent:
ROBERT E. WIGGINS	801 West Bay Drive, Suite #801 Largo, Florida 33770

ARTICLE IX

INDEMNIFICATION

Every Director and every officer of this corporation serving this corporation at its request, shall be indemnified by this corporation against all expenses and liabilities, including counsel

fees, reasonably incurred by or imposed upon him or her in connection with any proceeding or any settlement of any proceeding to which he or she may be a party or in which he may become involved by reason of his or her being or having been a Director or officer of this corporation, or by reason of his or her serving or having served this corporation at its request, whether or not he is a Director or officer or is serving at the time such expenses or liabilities are incurred; provided that in such cases wherein the Director or officer is adjudged guilty of willful misfeasance or malfeasance in the performance of his or her duties and also in the event of a settlement, before entry of judgment, the indemnification herein shall apply only when the Board of Directors approves such settlement and reimbursement as being in the best interests of this corporation. The foregoing right of indemnification shall be in addition to and not exclusive of all other rights to which that person may be entitled.

ARTICLE X

BYLAWS

The first Bylaws of this corporation shall be adopted by the Board of Directors and may be altered, amended or rescinded in the manner provided by the Bylaws.

ARTICLE XI

AMENDMENTS

Amendments to the Articles of Incorporation shall be first adopted in resolution form by majority vote of the Board of Directors, who shall direct in its proceedings that the proposed amendment be submitted to a vote of the shareholders either at an annual meeting or a special meeting called for that purpose. At the shareholders' meeting, the affirmative vote of the holders of a majority of shares entitled to vote shall be required for adoption of the proposed amendment.

ARTICLE XII

FILED

SUBSCRIBER

2007 OCT 17 P 1:33

The name and address of the Subscriber to these Articles of Incorporation is as follows:

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

NAME

ADDRESS

ROBERT E. WIGGINS

801 West Bay Drive, Suite #801
Largo, Florida 33770

IN WITNESS WHEREOF, the Subscriber has hereunto affixed his signature on this 15th
day of October 2007.



ROBERT E. WIGGINS

**CERTIFICATE OF ACCEPTANCE
OF REGISTERED AGENT**

I, ROBERT E. WIGGINS, as Registered Agent for CINEPRO PICTURES (W), INC. do hereby agree to accept Service of Process on behalf of the corporation, to keep my office located at 801 West Bay Drive, Suite #801, Largo, Florida 33770 open during prescribed hours; and to post my name in some conspicuous place in the above-stated office as required by law.

DATED: October 15, 2007.



ROBERT E. WIGGINS
Registered Agent