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(Address)

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(City/State/Zip/Phone #)

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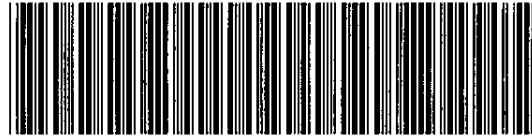
(Business Entity Name)

(Document Number)

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RECORDS OF STATE  
TALLAHASSEE, FLORIDA

Z. Burch SEP 16 2008

**JOYCE GOODMAN-GUENTHER P.A.**

Attorney At Law  
A Professional Association

Killian Professional Village  
10723 S.W. 104 Street  
Miami, Florida 33176

Telephone - 305-274-5668  
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Certified Civil Mediator

September 12, 2008

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


Re: BerkinBill Corporation

Dear Sir:

Enclosed please find the original and one copy of the articles of incorporation for BerkinBill Corporation. Also enclosed is the filing fee in the amount of \$78.75. Please file same and return a certified copy in the self addressed stamped envelope.

If you have any questions, please feel free to contact me. Thank you in advance for your time and cooperation.

Very truly yours,

  
Joyce Goodman-Guenther, Esq.

Enclosures

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

BERKINBILL CORPORATION

ARTICLE I- NAME

The name of the corporation is BERKINBILL CORPORATION

ARTICLE II- DURATION

The corporation shall have perpetual existence.

ARTICLE III- PURPOSE

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, country, territory or nation. This corporation will engage in the entertainment business.

ARTICLE IV - CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any time is One Hundred (100) shares of common stock, each share having no par value.

ARTICLE V- ADDRESS

The initial principal office of this corporation is 2800 SW Williston Road, Apt. 432, Gainesville, Florida 32608.

The name of the initial Registered Agent and address is Seth Berkowitz, 2800 SW Williston Road, Apt. 432, Gainesville, Florida 32608

ARTICLE VI- DIRECTORS

The corporation shall have one (1) director. The director is:

Seth Berkowitz, President  
2800 SW Williston Road  
Apt. 432  
Gainesville, Florida 32608

#### ARTICLE VII- PREEMPTIVE RIGHTS

Every shareholder upon the sale for cash of any new stock of this corporation of the same kind, class, or series as that which he already holds, shall have the right to purchase his pro rata share thereof at the price at which it was offered to other. The sale of stock by the shareholder shall be limited and governed by a shareholder agreement.

#### ARTICLE VIII- SUBSCRIBER

The name and street address of the incorporator of this corporation is as follows:

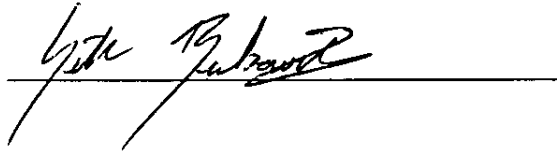
Seth Berkowitz  
2800 SW Williston Road  
Apt. 432  
Gainesville, Florida 32608

#### ARTICLE IX - OFFICERS

The names and addresses of the initial officers of this corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

Seth Berkowitz, President  
2800 SW Williston Road  
Apt. 432  
Gainesville, Florida 32608

IN WITNESS WHEREOF, the undersigned subscriber has executed  
the foregoing Articles of Incorporation this 11 day of  
September, 2008.



STATE OF FL  
COUNTY OF Alachua

Before me, personally appeared SETH BERKOWITZ to me well known to be the individual described in and who executed the foregoing Articles of Incorporation, and acknowledged before me that he executed the same for the purpose therein expressed. Personally known to me or who produced Divulices as identification.

WITNESS my hand and seal in the county and state above named this 11<sup>th</sup> day of September, 2008.



[Signature]  
NOTARY PUBLIC STATE OF FLORIDA

ACCEPTANCE

I certify that I am a permanent resident of Alachua County, Florida, whose place of residence and post office address are set forth above. I accept the foregoing designation as Registered Agent.

Dated this 11 day of September 2008.

[Signature]  
Seth Berkowitz