

**Electronic Articles of Incorporation
For**

P11000008284
FILED
January 24, 2011
Sec. Of State
dcushing

TOZ & CO. ENTERTAINMENT INC.

The undersigned incorporator, for the purpose of forming a Florida profit corporation, hereby adopts the following Articles of Incorporation:

Article I

The name of the corporation is:

TOZ & CO. ENTERTAINMENT INC.

Article II

The principal place of business address:

201 SOUTH BISCAYNE BLVD.
28TH FLOOR
MIAMI, FL. US 33131

The mailing address of the corporation is:

31 ADELAIDE STREET EAST
SUITE 624
TORONTO, ON. CA M5C1J4

Article III

The purpose for which this corporation is organized is:

ANY AND ALL LAWFUL BUSINESS.

Article IV

The number of shares the corporation is authorized to issue is:

1000

Article V

The name and Florida street address of the registered agent is:

MAURIZIO BALLONE
1 LAS OLAS CIRCLE
1108
FT. LAUDERDALE, FL. 33316

I certify that I am familiar with and accept the responsibilities of registered agent.

Registered Agent Signature: MAURIZIO BALLONE

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Article VI

The name and address of the incorporator is:

ANGELO TSIRAKIS
6211 TRINITY RIVER COURT

NORTH LAS VEGAS, NV 89081

Electronic Signature of Incorporator: ANGELO TSIRAKIS

I am the incorporator submitting these Articles of Incorporation and affirm that the facts stated herein are true. I am aware that false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S. I understand the requirement to file an annual report between January 1st and May 1st in the calendar year following formation of this corporation and every year thereafter to maintain "active" status.

Article VII

The effective date for this corporation shall be:

01/14/2011