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Florida Department of State
Division of Corporations
Electronic Filing Cover Sheet

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Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.

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FLORIDA PROFIT/NON PROFIT CORPORATION
The why Not Group Inc.

Certificate of Status	0
Certified Copy	1
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Corporate Filing Menu

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December 8, 2011

LAZARUS

SUBJECT: THE WHY NOT GROUP INC.
REF: W11000061492

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refile the complete document, including the electronic filing cover sheet.

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

The document number of the name conflict is P07000033784 WHY NOT GROUP, CORP.

If your business entity does not intend to transact business until January 1st of the upcoming calendar year, you may wish to revise your document to include an effective date of January 1st. If you do not list an effective date of January 1st, your business entity will become effective this calendar year and it will be required to file an annual report and pay the required annual report fee for the upcoming calendar year this coming January, which is merely weeks away. By listing an effective date of January 1st, the entity's existence will not begin until January 1st of the upcoming year and will, therefore, postpone the entity's requirement to file an annual report and pay the required annual report filing fee until the following calendar year.

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Justin M Shivers
Regulatory Specialist II
New Filing Section

FAX Aud. #: H11000286864
Letter Number: 211A00027448

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ARTICLES OF INCORPORATION

The undersigned Incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I - NAME

The name of the corporation shall be:
Why Not Films Inc.

ARTICLE II - PRINCIPAL OFFICE

The principal place of business and mailing of this corporation shall be:
**848 Brickell ave Suite 410
Miami FL 33131**

ARTICLE III - SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:
500

ARTICLES IV - INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:
**Paul I. Scherman
848 Brickell Ave Suite 410
Miami FL 33131**

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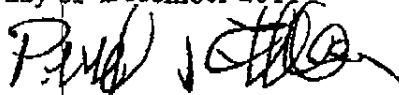
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ARTICLE V - INCORPORATOR

The name and address of the incorporator to these Articles of Incorporation is:

Paul I Scherman
848 Brickell Ave. Suite 410
Miami Fl. 33131

The undersigned incorporator has executed these Articles of Incorporation this
12th day of December 2011



Paul I Scherman
Signature

ARTICLE VI- DIRECTOR (S)


The name(s) and street address (es) of the director(s) to these Articles of
Incorporation is (are):

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CERTIFICATE OF DESIGNATION OF REGISTERED AGENT
/REGISTERED OFFICE

Having been named as Registered Agent and to accept service of process for the above stated corporation at place designated in this certificate, I hereby accept the appointment as Registered Agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes related to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as Registered Agent.


Paul I. Scherman
Registered Agent Signature

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