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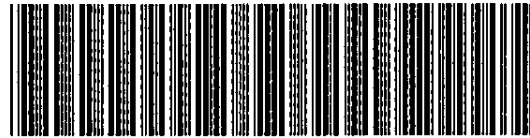
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LAW OFFICES
RYAN & RYAN, LLC
THIRD FLOOR
700 EAST DANIA BEACH BOULEVARD
DANIA BEACH, FLORIDA 33004-3090

ARCHIE J. RYAN III
TIMOTHY M. RYAN
CHRISTOPHER J. RYAN*
VICTORIA J. PAPPAS
**Board Certified City,
County and Local
Government Lawyer*

TELEPHONE (954) 920-2921
FACSIMILE (954) 921-1247

February 3, 2012

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

Re: Incorporation of Poor Mary Productions, Inc.
Our File Number: 22456E

Greetings:

Enclosed please find an original and one copy of the Articles of Incorporation for Poor Mary Productions, Inc. which we request that you file into the records of the Division of Corporations. Enclosed also please find our trust account Check No. 17688, in the amount of \$125.00 (One Hundred Twenty Five US Dollars), payable to the Division of Corporations representing the filing fee.

Kindly return a time stamped copy of the Articles of Incorporation to the undersigned in the enclosed envelope.

Thank you for your assistance in this matter.

Very truly yours,


CHRISTOPHER J. RYAN

CJR/na

ARTICLES OF INCORPORATION

OF

POOR MARY PRODUCTIONS, INC.

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DIVISION OF CORPORATIONS

12 FEB -6 AM 10: 07

WE, THE UNDERSIGNED, desiring to form a corporation under the laws of the State of Florida, providing for the formation, liabilities, rights, privileges, and immunities of corporations for profit, DO HEREBY CERTIFY AS FOLLOWS:

ARTICLE I

NAME OF CORPORATION

The name of the corporation shall be POOR MARY PRODUCTIONS, INC.

ARTICLE II

CORPORATE EXISTENCE

This corporation shall have perpetual existence unless sooner dissolved according to law.

ARTICLE III

GENERAL NATURE OF BUSINESS

The general nature of business of this corporation shall be as follows:

1. The corporation may engage in any activity or business permitted under the laws of the United States and the State of Florida, and to generally do any and all things necessary, pertinent and convenient to the powers herein and hereby conferred.
2. To transact the business of investing on behalf of itself or others, any part of its capital and such additional funds as it may obtain or any interest therein, either as tenant in common or otherwise, and selling or otherwise disposing of the corporation, and the enjoyment and exercise thereof, as conferred by the laws of the State of Florida, upon corporations for profit.

ARTICLE IV

CAPITAL STOCK

The amount of the authorized capital stock of this corporation shall be SEVEN THOUSAND FIVE HUNDRED SHARES (7,500) shares of common stock, with a par value of One Dollar (\$1.00) per share. All of said stock shall be payable in cash, property, labor or services, at a just valuation to be fixed by the Board of Directors at a meeting called for that purpose.

ARTICLE V

**PRINCIPAL PLACE OF BUSINESS
AND REGISTERED AGENT ADDRESS**

The principal place of business of this corporation shall be at 63 Isle of Venice, Fort Lauderdale, Broward County, Florida 33301, and the street address of its initial registered agent office shall be at 700 East Dania Beach Boulevard, Dania Beach, Broward County, Florida 33004, with the privilege of having branch offices at other places within or outside the State of Florida, and within or outside the United States of America, and the name of the original registered agent is CHRISTOPHER J. RYAN whose address is 700 East Dania Beach Boulevard, Dania Beach, Broward County, Florida 33004.

ARTICLE VI

AMOUNT OF CAPITAL TO BEGIN BUSINESS

The amount of capital with which this corporation shall commence business shall not be less than Five Hundred and 00/100 (\$500.00) Dollars.

ARTICLE VII

NUMBER OF DIRECTORS

The number of directors of this corporation shall not be less than one (1) nor more than four (4).

ARTICLE VIII

DIRECTORS

The name and post office address of the first Directors of this corporation who shall hold office for the first year, or until their successors are elected and have qualified, shall be:

JAMES T. BARBER
1012 NE 17 Court
Fort Lauderdale, Florida 33305

MARY L. PACE
63 Isle of Venice
Fort Lauderdale, Florida 33301

WILLIAM L. PACE
63 Isle of Venice
Fort Lauderdale, Florida 33301

ARTICLE IX

INCORPORATORS

The name and address of the incorporators to the Articles of Incorporation are:

JAMES T. BARBER
1012 NE 17 Court
Fort Lauderdale, Florida 33305

WILLIAM L. PACE
63 Isle of Venice
Fort Lauderdale, Florida 33301

ARTICLE X

SPECIAL CHARTER PROVISIONS


The Directors and Officers of this corporation need not be shareholders.

ARTICLE XI

DATE OF COMMENCEMENT

The date of commencement of corporate existence of this corporation shall be February 6, 2012

IN WITNESS WHEREOF, we have hereunto set our hands and seals on this 3rd day of February, 2012.


JAMES T. BARBER


WILLIAM L. PACE

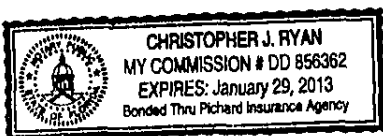
STATE OF FLORIDA)
COUNTY OF BROWARD)

PERSONALLY APPEARED before me, the undersigned authority, JAMES T. BARBER and WILLIAM L. PACE, to me well known to be the persons described in and who executed and subscribed to the foregoing Articles of Incorporation, and they acknowledged before me that they executed and subscribed to the same for the purposes therein expressed.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal at City of Dania Beach, Broward County, Florida, this 3rd day of February, 2012.


Notary Public

My Commission Expires:



STATE OF FLORIDA
DEPARTMENT OF STATE

Certificate Designating Place of Business or Domicile for the Service of Process Within This
State, Naming Agency Upon Whom Process May be Served and Name and Address of the
Officer and Director.

The following is submitted, in compliance with Chapter 48-091, Florida Statutes.

POOR MARY PRODUCTIONS, INC.

a corporation organized (or organizing) under the laws of the State of Florida, with its principal office at 63 Isle of Venice, Fort Lauderdale, Broward County, Florida 33001, has named CHRISTOPHER J. RYAN located at 700 East Dania Beach Boulevard, Dania Beach, Broward County, Florida, 33004 as its agent to accept service of process within this state.

OFFICER:

<u>NAME</u>	<u>TITLE</u>	<u>SPECIFIC ADDRESS</u>
MARY L. PACE	President/Treasurer/Secretary	63 Isle of Venice Fort Lauderdale, FL 33301
JAMES T. BARBER	Vice President	1012 NE 17 Court Fort Lauderdale, FL 33305
WILLIAM L. PACE	Vice President	63 Isle of Venice Fort Lauderdale, FL 33301

BOARD OF DIRECTORS:

MARY L. PACE

63 Isle of Venice
Fort Lauderdale, FL 33301

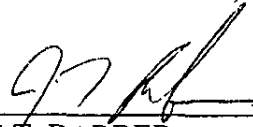
JAMES T. BARBER

1012 NE 17 Court
Fort Lauderdale, FL 33305

WILLIAM L. PACE

63 Isle of Venice
Fort Lauderdale, FL 33301

Dated this 3rd day of February, 2012.

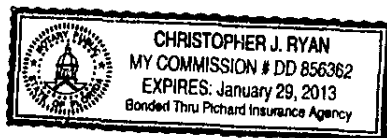

JAMES T. BARBER


WILLIAM L. PACE

ACCEPTANCE:

I agree, as Resident Agent, to accept service of process, to keep the office open during prescribed hours, and to post my name (and any other officers of said Corporation authorized to accept service of process at the above Florida designated address) in some conspicuous place in office as required by law.


CHRISTOPHER J. RYAN
Registered Agent



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