

Electronic Articles of Incorporation For

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HIERARCHY TALENT MANAGEMENT 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:

HIERARCHY TALENT MANAGEMENT INC.

Article II

The principal place of business address:

2941 NW 21ST STREET
FORT LAUDERDALE, FL. US 33311

The mailing address of the corporation is:

9663 SANTA MONICA BLVD.
SUITE 441
BEVERLY HILLS, CA. US 90210

Article III

The purpose for which this corporation is organized is:

MANAGEMENT AND MARKETING OF TALENT AND ANY AND ALL LAWFUL
BUSINESS.

Article IV

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

100000000

Article V

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

Article VI

The name and address of the incorporator is:

LAMONT T. CAIN
2941 NW 21ST STREET

FORT LAUDERDALE, FL 33311

Electronic Signature of Incorporator: LAMONT T. CAIN

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 initial officer(s) and/or director(s) of the corporation is/are:

Title: PRES
LAMONT CAIN CEO
9663 SANTA MONICA BLVD., SUITE 441
BEVERLY HILLS, CA. 90210 US

Title: VP
HARVEST L SMITH GSO
9663 SANTA MONICA BLVD., SUITE 441
BEVERLY HILLS, CA. 90210

Title: COVP
DANIEL PARKER CFO
9663 SANTA MONICA BLVD., SUITE 441
BEVERLY HILLS, CA. 90210 US

Title: DIR
JOHN K INGRAM
9663 SANTA MONICA BLVD., SUITE 441
BEVERLY HILLS, CA. 90210 US

Title: DIR
ANNICE G CANADY
9663 SANTA MONICA BLVD., SUITE 441
BEVERLY HILLS, CA. 90210 US

Title: DIR
EMANI B CAIN
9663 SANTA MONICA BLVD., SUITE 441
BEVERLY HILLS, CA. 90210 US

Article VIII