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TO: DIVISION OF CORPORATIONS FROM: EMPIRE CORPORATE KIT COMPANY
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409 EAST GAINES STREET MIAMI FL 33135-
TALLAHASSEE, FL 32399 CONTACT: RAY STORMONT
PHONE: (305) 541-3894
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NAME: BLUE DESERT PRODCIONS, IC.
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TALLAHASSEE, FLORIDA

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DIVISION OF CORPORATIONS

ARTICLES OF INCORPORATION
OF

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BLUE DESERT PRODUCTIONS, INC.

The undersigned subscribes to these Articles of Incorporation, natural persons competent to contract, hereby apply for a corporation under the laws of the State of Florida.

ARTICLE I

NAME: The name of this corporation shall be

BLUE DESERT PRODUCTIONS, INC.

8950 Northwest 22th Court, Pembroke Pines, Florida 33024.

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ARTICLE II

PURPOSE: The general nature of business to be transacted by the corporation is as follows:

1. The corporation may engage in any activity of business which is permitted under the laws of the State of Florida.

2. And in general, to carry on any other business whatsoever in connection with the foregoing or which is calculated directly or indirectly, to promote the interest of the corporation or to enhance the value of its properties.

3. And, further, to borrow or raise money for any purpose of the company, and to secure the same interest, or for other purposes, to mortgage all or part of the property corporeal or incorporeal rights or franchise of this company now owned or hereinafter acquired, and to create, issue, draw and accept and negotiate bonds and mortgages, bills of exchange, promissory notes or other obligations or negotiable instruments.

4. And, further, to nature of the business is film making production services.

ROBERT C. STONE, P.A.
4330 Sheridan Street, Suite 202B
Hollywood, Florida 33021
(305) 966-5202
Dade (305) 947-1155
Fla. Bar No. 106117

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ARTICLE III

CAPITALIZATION: The maximum number of shares of stock in this corporation is authorized to have outstanding at any time is ONE HUNDRED (100) shares of common stock, having a par value of ONE DOLLAR (\$1.00) per share.

ARTICLE IV

INITIAL CAPITAL: The amount of capital with which this corporation will begin business is ONE HUNDRED AND NO/100 (\$100.00) DOLLARS.

ARTICLE V

COMMENCEMENT AND DURATION: This corporation is to commence existence upon the filing of the Articles of Incorporation by the Department of State.

ARTICLE VI

PRINCIPAL PLACE OF BUSINESS: The name of this corporation shall be BLUE DESERT PRODUCTIONS, INC., having its principal place of business at 8950 Northwest 22th Court, Pembroke Pines, Florida 33024.

The Board of Director may, from time to time, move the principal office to any other address in the State of Florida, and establish branch offices in any place within the State of Florida, as the said corporation may desire.

ARTICLE VII

DIRECTORS: This corporation shall have (2) Directors initially, the number of Directors may be increased from time to time by the laws adopted by the stockholders, but shall never be less than one (1).

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ARTICLE VIII

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DIRECTORS: The names and addresses of the Board of Directors of these Articles of incorporation are as follows:

William Garcia
8950 Northwest 22th Court
Pembroke Pines, Florida 33024

Veronica Garcia
8950 Northwest 22th Court
Pembroke Pines, Florida 33024

The names and addresses of the original officers are as follows:

- President: William Garcia
- Vice-President: Veronica Garcia
- Secretary: William Garcia
- Treasurer: Veronica Garcia

ARTICLE IX

INCORPORATORS AND SUBSCRIBERS: The Incorporators and Subscribers to all the capital shares of the corporation are:

WILLIAM GARCIA

VERONICA GARCIA

ARTICLE X

AMENDMENT: These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a stockholders meeting by a majority of the stockholders entitled to vote thereon.

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ARTICLE XI

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REGISTERED AGENT: That WILLIAM GARCIA, is hereby named Registered Agent for this corporation to be its agent and to accept service of process within the State of Florida at 8950 Northwest 22th Court, Pembroke Pines, Florida 33024.


ACKNOWLEDGEMENT

Having been named to accept service of process for BLUE DESERT PRODUCTIONS, INC. at the place designated in this Article, I hereby accept to act in this capacity, and agree to comply with the provision of said act related to keeping open said office.


WILLIAM GARCIA, Registered Agent

WE, THE UNDERSIGNED, being the original Subscribers to the capital stock hereinabove named for the purpose of forming a corporation for profit to do business both within and without the State of Florida, do hereby name, subscribe, acknowledge and file this Certificate, hereby declaring and certifying that the facts herein stated are true and accordingly, have hereunto set my hand and seal this 26 day of June, 1995.


WILLIAM GARCIA


VERONICA GARCIA

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STATE OF FLORIDA :

: ss

COUNTY OF BROWARD:

I HEREBY CERTIFY that on this date before me, a Notary Public, duly authorized in the State and County named above, to take acknowledgements, personally appeared before me, WILLIAM GARCIA and VERONICA GARCIA, known to be the persons who subscribed to the forgoing Articles of Incorporation, and they have acknowledged to me that they did subscribe thereto for the uses and purposes therein mentioned and set forth.

WITNESS my Hand and Official Seal in the State of Florida and County above set forth this 6 day of June, 1995.

Therese L. Ramon

Therese L. Ramon
NOTARY PUBLIC, State of Florida

My Commission Expires:

OFFICIAL NOTARY SEAL
THERESE L. RAMON
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO CC317843
MY COMMISSION EXP. SEPT 22, 1997

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TALLAHASSEE, FLORIDA

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