

NOTE: Please provide the original and one copy of the articles.

ARTICLES OF INCORPORATION

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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

Heart & Soul Productions, Inc.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be

687 nw 118 Street
Miami, FL 33168

ARTICLE III SHARES

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

100 @ \$1.00 per share

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is

Val McClod
6750 nw 126 street #403
Miami Lakes, FL 33015

ARTICLE V INCORPORATOR(S)

See instructions for officers/directors

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

Val McCleod
6750 nw 186 st # 403
Miami Lakes, FL 33015

The undersigned incorporator(s) has(have) executed these Articles of Incorporation this

14 day of August, 19 95

Val McCleod, President & CEO
Signature

Signature

Signature

NOTE: Affixing an officer title after a signature of an incorporator does not constitute the designation of officers.

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA

1 The name of the corporation is

Heart & Soul Productions, Inc

2 The name and address of the registered agent and office is

Val McCleod
(NAME)

6750 NW 186 Street #403
(P O Box or Mail Drop Box **NOT** ACCEPTABLE)

Miami Lakes, FL 33015
(CITY/STATE/ZIP)

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Having been named as registered agent and to accept service of process for the above stated corporation at the 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 relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Val McCleod

(SIGNATURE)

1st August 1995

(DATE)