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FLORIDA DIVISION OF CORPORATIONS

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TO: DIVISION OF CORPORATIONS

FROM: FAS-T CORP. AGENTS, INC.

DEPARTMENT OF STATE

8405 NW 53RD ST

STATE OF FLORIDA

SUITE C-100

409 EAST GAINES STREET

MIAMI FL 33166-

9-0000 094

TALLAHASSEE, FL 32399

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DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

NAME: SHADOW CREATIVE INC.

FAX AUDIT NUMBER: H96000002925

CURRENT STATUS: REQUESTED

DATE REQUESTED: 02/29/1996

TIME REQUESTED: 14:38:56

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ARTICLES OF INCORPORATION
OF
SHADOW CREATIVE INC.

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

ARTICLE I NAME

The name of the corporation shall be:

SHADOW CREATIVE INC.

The principal place of business of this corporation shall be:

2977 MCFARLANE RD PH-9 COCONUT GROVE FL 33133

ARTICLE II NATURE OF BUSINESS

This corporation may engage in or transact any or all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, country, territory or nation.

ARTICLE III CAPITAL STOCK

The aggregate number of shares of stock and its par value that this corporation is authorized to have outstanding at any one time is:

100 SHARES \$1.00/per VALUE

ARTICLE IV TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE V OFFICERS DIRECTORS

The name(s) and street address(es) of the initial officer(s) and director(s), if any, who shall hold office the first year of the corporation's existence or until their successor(s) is(are) elected, is(are):

**EUGENE JOHNSON 2977 MCFARLANE RD. PH-9
 COCONUT GROVE, FL 33133**

Prepared by: Eugene Johnson PH-9
 2977 McFarlane Rd.
 Coconut Grove, FL 33133
 (305) 559-4092

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ARTICLE VI INCORPORATOR(S)

The name(s) and street address(es) of the Incorporator(s) to this articles of Incorporation is(are):

EUGENE JOHNSON 2977 MCFARLANE RD PH-9
COCONUT GROVE FL, 33133

IN WITNESS WHEREOF, the undersigned Incorporator(s) has(have) executed these Articles of Incorporation this 29th day of February, 1996

Signature(s) of Incorporator(s)

Eugene Johnson

STATE OF FLORIDA
COUNTY OF DADE

THE FOREGOING instrument was acknowledged and sworn to before me this 29th day of February, 1996 by EUGENE JOHNSON
(Name of Incorporator)
of SHADOW CREATIVE INC
(Name of Corporation)

Notary Public

Humberto J. Villareal
My Commission Expires: _____

(SEAL)



H96000002925

**CERTIFICATE DESIGNATING
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Section 607.325, 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: SHADOW CREATIVE INC
2. The name and address of the registered agent and office is:
EUGENE JOHNSON
2977 MCFARLANE RD PH-9
(P. O. BOX NOT ACCEPTABLE)
COCONUT GROVE, FL 33133
(CITY/STATE/ZIP)
Ⓢ SIGNATURE *Eugene Johnson*
(Corporate Officer)
TITLE PRESIDENT / D
DATE 2-29-96

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325 FLORIDA STATUTES.

Ⓢ SIGNATURE *Eugene Johnson*
(Registered Agent)
DATE 2-29-96