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LAW OFFICES
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STEVEN A. FRANKEL
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(305) 437-8800
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May 22, 1996

Secretary of State
Division of Corporations
Tallahassee, Florida

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-05/30/96--01041--017
****140.00 *****70.00

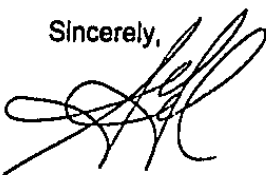
RE: A Gift of the Heart Productions, Inc.
Infinity Entertainment Corporation

To whom it may concern:

Enclosed please find my check in the amount of \$140.00 as two \$70.00 filing fees for the above referenced corporations. Enclosed please find two (2) copies of the Articles of Incorporation for each corporation together with an affidavit of the surviving president of the prior involuntarily dissolved corporation authorizing the use of the above names.

Please return a stamped copy of the articles to this office together with the corporate charter. Thank you.

Sincerely,



Steven A. Frankel

SAF/ms

Enclosures

FILED
96 MAY 28 AM 11:39
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

6-4-96
KR

AFFIDAVIT

FILED

96 MAY 20 AM 11:40

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STATE OF FLORIDA

SS:

COUNTY OF BROWARD

EDMUND C. VENA says under oath:

1. Representations. The statements contained in this affidavit are true to the best of my knowledge, information and belief.
2. I am the President and sole director and stockholder of A Gift of the Heart Productions, Inc. (the "Corp"), a Florida corporation which was recently involuntarily dissolved by the State of Florida.
3. A Gift of the Heart Productions, Inc. and I will not revoke the dissolution of the Corp.
4. I, acting personally and on behalf of the Corp. do hereby consent to the use of the corporate name of A Gift of the Heart Productions, Inc., by Shawn Vena, in the formation of a new Florida corporation.



Edmund C. Vena,
sole surviving officer and director of
A Gift of the Heart Productions, Inc.

State of Florida
County of Broward

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State aforesaid and in the County aforesaid to take acknowledgments, personally appeared

Edmund C. Vena

to me known to be the person described in and who executed the foregoing Affidavit and who acknowledged before me that he executed the same.

WITNESS my hand and official seal in the County and State last aforesaid this 15th day of May, A.D. 1996



S. A. WELLS-CULLINS
My Comm Exp. 2/23/99
Bonded By Service Ins
No. CC441192

☒ Personally Known

☐ Other L.D.



ARTICLES OF INCORPORATION

FILED

OF

96 MAY 20 AM 11:39

A GIFT OF THE HEART PRODUCTIONS, INC. SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscriber hereby forms a Corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

A GIFT OF THE HEART PRODUCTIONS, INC.

The principal place of business of this corporation shall be C/O Laurence A. Herrup 326 71st St., Miami Beach, Florida 33141 and the mailing address shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in 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

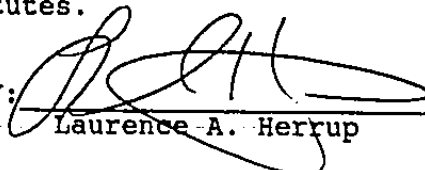
The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 10,000,000 shares of common stock having no par value per share.

ARTICLE IV. ADDRESS

The street address of the initial registered office of the corporation shall be C/O Laurence A. Herrup 326 71st St., Miami Beach, Florida 33141 and the name of the initial registered agent of the corporation at that address is LAURENCE A. HERRUP

ACKNOWLEDGMENT: LAURENCE A. HERRUP having a business office identical with the registered office of the corporation named above, and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

BY:


Laurence A. Herrup

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually

ARTICLE VI. OFFICERS AND DIRECTORS

This corporation shall have one officers and one director, initially. The name and street address of the initial officer and director who shall hold office for the first year of the corporation, or until his successor is elected or appointed is:

Shawn Vena
Pres./Sec./Treasurer/Director
C/O Laurence A. Herrup
326 71st St.
Miami Beach, Florida 33141

ARTICLE VII. AMENDMENT

These articles may only be amended by the vote of Shareholders holding Sixty Five (65%) Percent of the outstanding shares of the Corporation.

ARTICLE VIII. DISSOLUTION

This Corporation may only be dissolved by the unanimous vote of the Shareholders holding Sixty Five (65%) Percent Percent of the outstanding shares of the Corporation.

ARTICLE IX. SUBSCRIBER

The name and street address of the subscriber to these Articles of Incorporation is:

Shawn Vena
C/O Laurence A. Herrup
326 71st St.
Miami Beach, Florida 33141

IN WITNESS WHEREOF, the undersigned has hereunto set forth his hand and seal on this 15th day of May, 1996.


SHAWN VENA

STATE OF FLORIDA)

COUNTY OF BROWARD)

The foregoing instrument was acknowledged before me this 15th day of May, 1996, by SHAWN VENA

my commission expires:


NOTARY PUBLIC, STATE OF FLORIDA



S. A. WELLS-CULLINS
My Comm Exp. 2/23/99
Bonded By Service Ins
No. CC441192
☒ Personally Known ☐ Other I.D.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA