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9/06/96

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FROM: CORPORATE CREATIONS INTERNATIONAL INC.  
CONTACT: JOHNNY C RODRIQUEZ  
PHONE: (305)672-0686

ACCT#: 073171003004

FAX #: (305)672-9110

NAME: BOINK PRODUCTIONS INC.

AUDIT NUMBER.....H96000012459

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

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PAGES..... 4

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**FLORIDA DEPARTMENT OF STATE**  
Sandra B. Mortham  
Secretary of State

September 6, 1996

**CORPORATE CREATIONS INTERNATIONAL INC.**

**SUBJECT: BOING PRODUCTIONS INC.**  
**REF: H96000018739**

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Dana Calloway  
Document Specialist

FAX Aud. #: H96000012459  
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**Articles of Incorporation  
of  
Boing Productions Inc.**

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1996  
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JANET L. WATKINS

**Article I. Name**

The name of this Florida corporation is:  
Boing Productions Inc.

**EFFECTIVE DATE**

9.6.96

**Article II. Address**

The mailing address of the Corporation is:  
Boing Productions Inc.  
711 SE 10th Street  
Ft. Lauderdale FL 33316

**Article III. Capital Stock**

The Corporation shall have the authority to issue 1,000 shares of common stock, par value zero per share.

**Article IV. Registered Agent**

The name and address of the registered agent of the Corporation is:

James Marcotte  
711 SE 10th Street  
Ft. Lauderdale FL 33316

**Article V. Board of Directors**

The affairs of the Corporation shall be managed by a Board of Directors consisting of no less than one director. The number of directors may be increased or decreased from time to time in accordance with the Bylaws of the Corporation.

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The election of directors shall be done in accordance with the Bylaws. The directors shall be protected from personal liability to the fullest extent permitted by law. The name of each initial member of the Corporation's Board of Directors is:

James Marcotte

Article VI. Incorporator

The name and address of the incorporator is:

Corporate Creations International Inc.  
401 Ocean Drive • Suite 312 • Door Code #125  
Miami Beach FL 33139-6629

Article VII. Corporate Existence

The corporate existence of the Corporation shall begin effective September 6, 1996

The authorized representative of the incorporator executed these Articles of Incorporation on September 6, 1996

Corporate Creations International Inc.

By: 

Luis A. Uriarte Vice President

H98000012459

American Incorporators, Ltd.  
1220 North Market Street, Suite 606  
Wilmington, DE 19801  
302-421-5752

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AMERICAN INC

FAX NO. 13024215753

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**CERTIFICATE OF DESIGNATION  
REGISTERED AGENT AND REGISTERED OFFICE**

**CORPORATION:**  
Boing Productions Inc.

**REGISTERED AGENT:**  
James Marcotte  
711 SE 10th Street  
Ft. Lauderdale FL 33316

I agree to act as registered agent to accept service of process for the corporation named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.

  
James Marcotte

Date: September 6, 1996

American Incorporators, Ltd.  
1220 North Market Street, Suite 900  
Wilmington, DE 19801  
SEC. 421-6752

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