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*Stuzin and Camner*

PROFESSIONAL ASSOCIATION  
SUITE 700  
550 BILTMORE WAY  
CORAL GABLES, FLORIDA 33134

TELEPHONE (305) 442-4994  
FAX (305) 442-2389

March 5, 1997

Florida Department of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32314

Re: Casting Couch Films, Inc.

900002109909--9  
-03/11/97--01069--008  
\*\*\*\*122.50 \*\*\*\*122.50

Dear Sir or Madam:

Enclosed is our firm's check in the amount of \$122.50 which represents payment of your fee for filing the enclosed articles of incorporation for the referenced entity. Upon filing same, please provide us with a conformed copy of the articles, which is provided, in the enclosed self-addressed stamped envelope.

Thank you in advance for your prompt attention to this matter. Should you have any questions, do not hesitate to contact us.

Very truly yours,

STUZIN AND CAMNER, P.A.

*Sandra Lezcano*

Sandra Lezcano, Secretary for  
Nikki J. Nedbor

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
97 MAR 11 AM 11:39

/SL  
Enclosures

3/18/97

**ARTICLES OF INCORPORATION**  
**FOR**  
**CASTING COUCH FILMS, INC.**

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
97 MAR 11 AM 11:38

The undersigned, acting as incorporator of a corporation under the Florida Business Corporations Act, adopts the following Articles of Incorporation:

**ARTICLE I**

The name of the corporation is "CASTING COUCH FILMS, INC."

**ARTICLE II**

The principal office and mailing address of this corporation is 151 N. Hibiscus Drive, Miami Beach, Florida 33139.

**ARTICLE III**

The duration of this corporation is to be perpetual.

**ARTICLE IV**

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

**ARTICLE V**

The corporation shall have authority to issue 100 shares, all of one class, \$.01 par value.

**ARTICLE VI**

The street address of the initial registered office is 151 N. Hibiscus Drive, Miami Beach, Florida 33139. The name of the corporation's registered agent at such address is Fred A. Schwartz.

**ARTICLE VII**

The number of directors constituting the Board of Directors shall be fixed as provided by the bylaws, but shall not be less than two.

**ARTICLE VIII**

The name and address of the incorporator is David B. Schwartz, 151 N. Hibiscus Dr., Miami Beach, Florida 33139.

**ARTICLE IX**

This corporation shall indemnify and may insure its officers and directors to the fullest extent permitted by law currently in effect or hereinafter enacted.


**ARTICLE X**

These Articles of Incorporation may be amended in the manner authorized by law at the time of amendment.

IN WITNESS WHEREOF, I, David B. Schwartz, being the Incorporator of Casting Couch Films, Inc., make and file these Articles of Incorporation this 22 day of JAN 1997.

  
David B. Schwartz, Incorporator

IN WITNESS WHEREOF, I, Fred A. Schwartz, having been named the Registered Agent and to accept service of process for Casting Couch Films, Inc. at the place designated in these Articles of Incorporation, 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 this 28<sup>th</sup> day of JANUARY, 1997.

  
Fred A. Schwartz, Registered Agent

(Notary Acknowledgments Continued on Next Page)

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SECRETARY OF STATE  
JAN 11 AM 11:33

STATE OF FLORIDA )  
 )SS:  
COUNTY OF DADE )

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS

97 MAR 11 AM 11:30

The foregoing instrument was acknowledged before me this 28 day of January 1997, by Fred A. Schwartz, who is personally known to me or who has produced a valid driver's license as identification and who did take an oath.

Laura Miller  
Notary Public  
State of Florida  
Printed Name: LAURA MILLER  
Commission No.: \_\_\_\_\_  
My Commission Expires: \_\_\_\_\_

