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FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS

FAX #: (904)922-4001

FROM: FAS-T CORP. AGENTS, INC.
CONTACT: LIDIA FERNANDEZ
PHONE: (305)599-0839

ACCT#: 071001002335
FAX #: (305)716-0346

NAME: XTREME INTERNATIONAL PRODUCTIONS, INCORPORAT
AUDIT NUMBER.....H9700006055
DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.
CERT. OF STATUS..1 PAGES..... 3
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TAMPA

**ARTICLES OF INCORPORATION
OF
XTREME INTERNATIONAL PRODUCTIONS, INCORPORATED**

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

ARTICLE I: NAME

The name of the corporation shall be:
XTREME INTERNATIONAL PRODUCTIONS, INCORPORATED

The principal place of business of this corporation shall be:
**420 LINCOLN ROAD, Suite 387
MIAMI BEACH, FL 33139**

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 value that this corporation is authorized to have outstanding at any one time is:
ONE HUNDRED SHARES OF ONE DOLLAR PAR VALUE COMMON STOCK.

ARTICLE IV: TERM OF EXISTENCE

This corporation is to exist perpetually.

Prepared by: **MJ TAXES & ACCOUNTING**
420 Lincoln Road, Suite 387
Miami Beach, FL 33139
(305) 531-4542

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ARTICLE V: OFFICERS DIRECTORS

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

RICARDO LOPEZ
1500 BAY ROAD, Suite 332
MIAMI BEACH, FL 33139

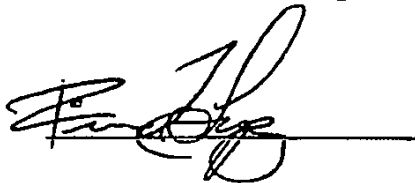
ARTICLE VI: INCORPORATOR

The name and street address of the incorporator to this articles of incorporation is:

RICARDO LOPEZ
1500 BAY ROAD, Suite 332
MIAMI BEACH, FL 33139

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 11 days of April, 1997.

Signature of incorporator

A handwritten signature in dark ink, appearing to be 'Ricardo Lopez', written over a horizontal line.

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**CERTIFICATE OF DESIGNATION
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:
XTREME INTERNATIONAL PRODUCTIONS, INCORPORATED
2. The name and address of the registered agent and office is:
**RICARDO LOPRZ
420 LINCOLN ROAD, Suite 387
MIAMI BEACH, FL 33139**

SIGNATURE 

TITLE: **PRESIDENT**

DATE: **4/11/97**

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 

DATE: **4/11/97**

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