CAPITAL CONNECTION, INC. treet, Suite I . Tallahassee, Florida 32302 (904) 22 00-342<u>-8</u>062 • Fax (904) 222-1222 Productions Inc. Art of Inc. File_ LTD Partnership File_ Foreign Corp. File_ L.C. File___ Fictitious Name File_ Name Reservation_ Merger File_ Art, of Amend. File_ RA Resignation_ Dissolution / Withdrawal_ Annual Report / Reinstatement____ Cert. Copy__ Photo Copy_____ Certificate of Good Standing_ Certificate of Status_ Certificate of Fictitious Name_ Corp Record Search_ Officer Search_ Fictitious Search_ Fictitious Owner Search_ Signature Vehicle Search_ Driving Record_ UCC 1 or 3 File__ Requested by:

Will Pick Up _____

Name

Walk-In _____

UCC 11 Search___

Courier_

UCC 11 Retrieval_____

ARTICLES OF INCORPORATION

OF

GigiPop Productions, Inc.

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The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I: NAME

The name of the corporation is GigiPop Productions, Inc.

ARTICLE II: PRINCIPAL OFFICE

The principal place of business and mailing address of the corporation is 512 A Greene St, Key West, FL 33040.

ARTICLE III: CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is one hundred (100) shares having a par value of (\$1.00) per share.

ARTICLE IV: INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is Robert T. Smith, 512 A Greene St, Key West, FL 33040.

ARTICLE V: INCORPORATOR

The name and address of the incorporator of these Articles of Incorporation is Capital Connection, Inc., 417 E. Virginia St., Suite 1, Tallahassee, FL 32301.

ARTICLE VI: INITIAL BOARD OF DIRECTORS

The name and address of the initial Board of Directors of the corporation is Robert T. Smith, President, Treasurer, Vice-President and Secretary, 512 A Greene St, Key West, FL 33040.

The undersigned has executed these Articles of Incorporation this 22nd day of May 1997.

"Capital Connection, Inc. by Crystal Dugger, Assistant Office Manager"

Criptal Dugger

CONSENT OF REGISTERED AGENT

| I hereby certify that I, the undersigned, Robert T. Smith |
|---|
| do accept and acknowledge that I am the Registered Agent, as |
| defined in Florida Statutes, for the Florida corporation, |
| Gigi Pop Productions, INC., and that the registered office |
| at which I am registered agent is <u>512 A Greene S+,</u> |
| Key West, Florida, 33040, as designated in the foregoing Articles |
| of Incorporation. |
| Signed and acknowledged at Key West, Florida, this |

Signed and acknowledged at Key West, Florida, this 19 day of May, 1997.

Registered Agent