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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: PROMIX-SOLUTION ENTERTAINMENT GROUP, INC.

AUDIT NUMBER.....H9700009693

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

CERT. OF STATUS..1

PAGES..... 3

CERT. COPIES.....0

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AUDIT NUMBER ON THE TOP AND BOTTOM OF ALL PAGES OF THE DOCUMENT

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CERTIFICATE OF INCORPORATION
OF
PROMIX-SOULUTION ENTERTAINMENT GROUP, INC.

We, the undersigned, hereby associate ourselves together for the purpose of becoming a corporation under the laws of the State of Florida, by and under the provisions of the State of Florida providing for the formation, liability, rights, privileges and immunities of a corporation for profit.

ARTICLE I - NAME

The name of the corporation shall be:

Promix-Soulution Entertainment Group, Inc.

ARTICLE II - PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

12289 Pembroke Road Ste 38
Pembroke Pines, FL 33025

ARTICLE III - PURPOSE

The corporation shall have perpetual existence and may engage in any and all business permitted under the laws of the State of Florida and the United States.

ARTICLE IV - CAPITAL STOCK

This Corporation is authorized to issue 1,000 shares of \$1.00 (one) par value common stock.

ARTICLE V - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new common stock of this corporation, shall have the right to purchase his pro-rata share (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

Prepared by: Yesit J. Campo
85 Grand Canal Dr Ste 102
Miami, FL 33144
(305) 262-4990

RECORDED
IN MIAMI, FLORIDA

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ARTICLE VI-INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is:

Luciano Guido
10760 Washington Street ste # 206
Pembroke Pines, Fl 33025

ARTICLE VII - BOARD OF DIRECTORS

This corporation shall have two directors initially. The number of directors may be either increased or diminished from time to time by the by-laws, but shall never be less than one (1). The initial directors of this corporation are:

Luciano Guido
President \ Treasurer

10760 Washington St Apt 206
Pembroke Pines, Fl 33025

Sheila Miranda
Vice-pres\Secretary

10760 Washington Apt 206
Pembroke Pines, Fl 33025

ARTICLE VIII - INCORPORATOR

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


Luciano Guido
10760 Washington St Apt 206
Miami, Fl 33025

ARTICLE IX - INDEMNIFICATION

The corporation shall indemnify any officer or director, or any former officers or directors to the full extent permitted by law.

ARTICLE X - BY LAWS

The power to adopt, alter, amend or repeal the by-laws shall be vested in the board of directors and the shareholders. In witness whereof, the undersigned incorporator has executed these articles of incorporation this 8th day of April, 1997



Luciano Guido

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**CERTIFICATE DESIGNATING THE ADDRESS AND
AN AGENT UPON WHOM PROCESS MAY BE SERVED**

WITNESSED:

That Promix-Soulution Entertainment Group, Inc. Desiring to organize under the laws of the state of Florida has appointed Luciano Guido 10760 Washington St Apt 206 Pembroke Pines, FL 33025 as its registered agent to accept service of process within the state.

ACKNOWLEDGMENT:

Having been named by the first board of directors of Promix-Soulution Entertainment Group, Inc. 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 agree to comply with the applicable provisions of the Florida Statutes. this 8th day April, 1997



Luciano Guido
Registered Agent

97 JUN 12 AM 7:59
STATE
TALLAHASSEE, FLORIDA

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