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Mindy G. Leaf
2120 Southwest 33 Avenue
Fort Lauderdale, FL 33312-3750
954 792-8307 FAX 954 792-6053

September 5, 1997

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

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-09/10/97--01008--006
*****70.00 *****70.00

Dear Division of Corporations:

Enclosed please find Articles of Incorporation for No Hangover Productions, Inc., along with a check in the amount of \$70.00 for filing fee and designation of registered agent.

Also enclosed is a photocopy of the Articles. Please return this to me with the filing date stamped on it.

Thank you.

Sincerely,

Mindy G. Leaf
Mindy G. Leaf

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97 SEP 10 PM 1:42
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

me 9/11/97

ARTICLES OF INCORPORATION

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

ARTICLE I NAME

The name of the corporation shall be:

No Hangover Productions, Inc.

ARTICLE II PRINCIPAL OFFICE

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

2120 Southwest 33 Avenue
Fort Lauderdale, FL 33312-3750

ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

7,500

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

Mindy G. Leaf
2120 Southwest 33 Avenue
Fort Lauderdale, FL 33312-3750

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TALLAHASSEE, FLORIDA

ARTICLE V INCORPORATOR(S)

The name(s) and street addresses of the incorporator(s) to these Article of Incorporation is(are)

Mindy G. Leaf
2120 Southwest 33 Avenue
Fort Lauderdale, FL 33312-3750

The undersigned incorporator(s) has(have) executed these Articles of Incorporation this

5 day of September, 1997

(An additional article must be added if an effective date is requested.)


Signature

Signature

Signature

Notarization is not required

NOTE: Affixing an officer title after a signature of an incorporator does not constitute the designation of officers.

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, 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 No Hangover Productions, Inc.

2. The name and address of the registered agent and office is:

Mindy G. Leaf
(NAME)

2120 Southwest 33 Avenue
(P.O. Box or Mail Drop Box NOT ACCEPTABLE)

Fort Lauderdale, FL 33312-3750
(CITY/STATE/ZIP)

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Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I 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.

Mindy G. Leaf
(SIGNATURE)

September 5, 1997
(DATE)

DIVISION OF CORPORATIONS, P.O. BOX 6327, TALLAHASSEE, FL 32314