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CORPORATION(S) NAME

KELLER	MONAST (PRODUCTIONS, JWC.
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) Foreign	() Dissolution	() Mark
) Limited Partnership	() Annual Report	() Other
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CR2E031 (R8-85)

W.P. Verifier

ARTICLES OF INCORPORATION

OF

KELLER MONASH PRODUCTIONS, INC.

ARTICLE I - NAME

The name of this corporation is KELLER MONASH PRODUCTIONS, INC.

ARTICLE II - DURATION

This corporation shall have perpetual existence.

ARTICLE III - PURPOSE

The purpose of this corporation is to engage in the transaction of any and all business permitted under the laws of the United States and of the State of Florida, including but not limited to the development and production of original plays, teleplays and screenplays as well as other like-related projects.

ARTICLE IV - CAPITAL STOCK

The maximum number of shares this corporation is authorized to have outstanding at any time is One Thousand (1,000) shares of common stock, each share having the par value of \$1.00.

ARTICLE V - ADDRESS

The principal office of this corporation is 7491 North Federal Highway, #C-5, Suite 272, Boca Raton, FLorida 33487.

27/10/21/ED

ARTICLE VI - REGISTERED AGENT

The initial Registered Agent of this corporation is William McCarthy, Esq., 200 East Palmetto Park Road, Suite 101, Boca Raton, Florida 33432.

ARTICLE VII - DIRECTORS

The corporation shall have two (2) Directors, initially, whose names and addresses are as follows:

Mark Keller Michael Dinwiddie
7491 N. Federal Hgw. 2 Washington Sq. Village
#C-5, Ste. 272 Apt. 12-L
Boca Raton, FL 33487 New York, NY 10012

ARTICLE VIII - SUBSCRIBER

The name and street address of the incorporator of this corporation is as follows:

William McCarthy, Esq. 200 E. Palmetto Park Road Suite 101 Boca Raton, FL 33487

IN WITNESS WHEREOF, the undersigned subscriber has executed the foregoing Articles of Incorporation this 1914 day of November, 1997.

WILLIAM McCARTHY

STATE OF FLORIDA
COUNTY OF PALM BEACH

Before me personally appeared WILLIAM McCARTHY, to me well known and known to me to be the individual described in and who executed the foregoing Articles of Incorporation, and acknowledged before me that he executed the same for the purpose therein expressed.

WITNESS my hand and seal in the County and State named above this 19^{16} day of November, 1997.

Notary Public

BETTY B. RICHEY
MY COMMISSION # CC384703 EXPIRES
July 17, 1998
BONDED THRU TROY FAIN INSURANCE, INC.

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THESE ARTICLES, 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.

November 19, 1997

William McCarthy

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