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FLORIDA DIVISION OF CORPORATIONS

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TO: DIVISION OF CORPORATIONS

(850) 922-4001

FROM: HUBCO

104662003400

CONTACT: BRUCE HUBBARD

PHONE: (516)935-3940

(516) 935-3088

NAME: GW PRODUCTIONS, INC.

AUDIT NUMBER..... H98000002571

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

CERT. OF STATUS...

PAGES..... 3 DEL.METHOD.. FAX

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ARTICLES OF INCORPORATION

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

ARTICLE I NAME

The name of the corporation shall be:

GW PRODUCTIONS, INC.

ARTICLE II PRINCIPAL OFFICE

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

GW PRODUCTIONS, INC..

424 PANAY AVENUE NAPLES, FL 33962

ARTICLE III SHARES

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

1500 SHARES NPV

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

MARK RUDOLPH 424 PANAY AVENUE NAPLES, FL 33962

Prepared By: Bruce B. Hubbard 77 East John St. Hicksville, New York 11801 1-516-935-3940

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HUBCO

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ARTICLES V INCORPORATOR(S)

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is(are):

DEREK ANDERSON C/O WILKIN & GUTTENPLAN 1200 TICES LANE EAST BRUNSWICK, NJ 08816

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

5th day of <u>February</u> 19 98

DEREK ANDERSON

SIGNATURE

H98000002571

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 THE DESIGNATING THE REGISTERED OFFICE/AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is:	GW PRODUCTIONS, INC.			
2. The name and address of the registe	ered agent and office is:		_	
	MARK RUDOLPH	SEUN	98 FEB	
	Name	HAS.	1	Ξ
	424 PANAY AVENUE	- SEE	on ->=	П
	(P.O. Box or Mail Drop Box NOT Acceptable)	구		O
	NAPLES, FL 33962		~	
	(City / State / Zip)	A		

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 the statutes relating to the proper and complete performance of my duties, and am familiar with and accept the obligations of my position as registered agent.

2/5/98	
(Date)	