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Michael I. Santucci, P.A.
ATTORNEY AT LAW

CORRESPONDING OFFICE

500 North Maidland Ave.,
Suite 315
Maidland, Florida 32751

2455 East Sunrise Blvd., Suite 410 Ft. Lauderdale, Florida 33304
http://www.msantucci.com Ph: 954.561.0001 Fx: 954.561.3311

CORRESPONDING OFFICE

One Gateway Center
Suite 2600
Newark, New Jersey 07102

May 12, 1998

TRANSMITTAL LETTER

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

600002525516-1
-05/15/98--01075--011
*****70.00 *****70.00

SUBJECT: SHAUNI-WORLD PRODUCTIONS, INC.

Kindly find enclosed the original Articles of Incorporation for Shauni-World 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 of Incorporation, please return this to my office along with the filing date stamped on it.

Thank you,

LAW OFFICES OF
MICHAEL I. SANTUCCI, P.A.

BY:


Michael I. Santucci, Esquire

Prepared By:
Michael I. Santucci, Esq.
INTERNATIONAL BUILDING
2455 East Sunrise Blvd., Suite 410
Fort Lauderdale, FL 33304
Telephone: (954) 561-0001
Florida Bar No. 0105260

98 MAY 15 PM 2:31
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APPROVED
AND
FILED

B. BROOK MAY 18 1998

ARTICLES OF INCORPORATION

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 shall be: Shauni-World Productions, Inc.

ARTICLE II PRINCIPAL OFFICE

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

Post Office Box 480133
Fort Lauderdale, FL 33348
N-A

ARTICLE III SHARES

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

One Thousand (1000) Shares

ARTICLE IV PREEMPTIVE RIGHTS

The corporation elects to have preemptive rights.

ARTICLE V RESTRICTIONS ON TRANSFER OF SHARES

No shares shall be issued or transferred without the express approval of the board of directors.

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ARTICLE VI OFFICERS

The initial officers shall be as follows, and shall serve until the first meeting of the board of directors or until their successors are elected and qualified:

The name and address of the initial president shall be:

Roshun Trimble
4250 Galt Ocean Drive
No.: 8H
Fort Lauderdale, FL 33308

ARTICLE VII BOARD OF DIRECTORS

The number of directors constituting the initial board of directors shall be one (1), and the names and addresses of the persons who are to serve as directors until the first annual meeting of the shareholders or until their successors are elected and qualified are:

Roshun Trimble
4250 Galt Ocean Drive
No.: 8H
Fort Lauderdale, FL 33308

ARTICLE VIII INITIAL REGISTERED AGENT/ADDRESS

The name and address of the initial registered agent is:

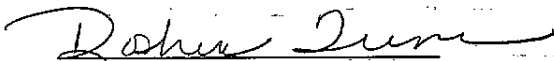
Michael I. Santucci, Esq.
2455 East Sunrise Boulevard
Suite 410
Fort Lauderdale, FL 33304

ARTICLE IX INCORPORATOR

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

Roshun Trimble
4250 Galt Ocean Drive
No.: 8H
Fort Lauderdale, FL 33308

The undersigned incorporator has executed these Articles of Incorporation this 12th
day of MAY, 1998.


Roshun Trimble

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CERTIFICATE OF DESIGNATION OF REGISTERED AGENT

PURSUANT TO FL. STAT. 607.0501, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is Shauni-World Productions, Inc.
2. The name and address of the registered agent is:

Michael I. Santucci, Esq.
2455 East Sunrise Boulevard
Suite 410
Fort Lauderdale, FL 33304

HAVING BEEN NAMED AS REGISTERED AGENT 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.

5/12/98
DATE


MICHAEL I. SANTUCCI, ESQ.

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