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FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4001

FROM: CORPORATE CREATIONS INTERNATIONAL INC.
CONTACT: LUIS URIARTE
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ACCT#: 110432003053

FAX #: (305)672-9110

NAME: SILVERFOX PRODUCTIONS INC.

AUDIT NUMBER.....H98000012185

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

CERT. OF STATUS...1

PAGES.....4

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10-30-98

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TALLAHASSEE FLORIDA

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ARTICLES OF INCORPORATION

Article I. Name

The name of this Florida corporation is:
Silverfox Productions Inc.

EFFECTIVE DATE
10-30-98

Article II. Address

The mailing address of the Corporation is:
Silverfox Productions Inc.
c/o Keith Mack LLP
200 South Biscayne Boulevard, 20th Floor
Miami FL 33131-2310

Article III. Registered Agent

The name and address of the registered agent of the Corporation is:
Michele Primeau, Esq.
200 South Biscayne Boulevard, 20th Floor
Miami FL 33131-2310

Article IV. Board of Directors

The name of each member of the Corporation's Board of Directors is:

Mark Jacobson

The affairs of the Corporation shall be managed by a Board of Directors consisting of no less than one director. The number of directors may be increased or decreased from time to time in accordance with the Bylaws of the Corporation. The election of directors shall be done in accordance with the Bylaws. The directors shall be protected from personal liability to the fullest extent permitted by applicable law.

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TALLAHASSEE FLORIDA

Michele Primeau | FL Bar Member 907286
Keith Mack LLP
200 South Biscayne Boulevard, 20th Floor
Miami FL 33131-2310
305-358-7605

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Article V. Capital Stock

The Corporation shall have the authority to issue 2,000 shares of common stock, par value \$.01 per share.

Article VI. Incorporator

The name and address of the incorporator is:

Michele Primeau

Keith Mack LLP

200 South Biscayne Boulevard, 20th Floor

Miami FL 33131-2310

Article VII. Corporate Existence

These Articles of Incorporation shall become effective and the corporate existence will begin on June 30, 1998.

The undersigned incorporator executed these Articles of Incorporation on July 1, 1998.



MICHELE PRIMEAU

by L.A. Uriarte as attorney-in-fact

Michele Primeau 1 FL Bar Member 907286

Keith Mack LLP

200 South Biscayne Boulevard, 20th Floor

Miami FL 33131-2310

305-358-7605

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**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/OFFICE**

CORPORATION:

Silverfox Productions Inc.

REGISTERED AGENT/OFFICE:

Michele Primeau, Esq.

200 South Biscayne Boulevard, 20th Floor

Miami FL 33131-2310

I agree to act as registered agent to accept service of process for the corporation named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.



MICHELE PRIMEAU, ESQ.
by L.A. Uriarte as attorney-in-fact

Date: July 1, 1998.

**Michele Primeau | FL Bar Member 907286
Keith Mack LLP
200 South Biscayne Boulevard, 20th Floor
Miami FL 33131-2310
305-358-7605**

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