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Department of state
Division of Corporations

P.O. BOX 6327
TALLAHASSEE, Florida 32314

100002611581--5
-08/10/98--01059--009
****122.50 ****122.50

RE: HAND ENTERTAINMENT GROUP, Inc.

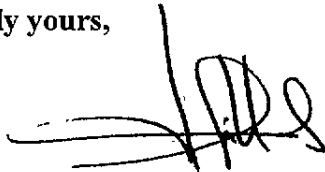
Please find enclosed a check of \$122,50 together with two copies of the articles of corporation of

HAND ENTERTAINMENT GROUP, Inc.

Please return certified copy to: Hand Entertainment Group, Inc.
Attn: Legal Department
225 E. Dania beach Blvd #210
Dania, FL 33004 USA

Thank you for your cooperation in this matter.

Sincerely yours,



JOEL GILLET

FILED
98 AUG 10 AM 8:05
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

F. CHESSEY AUG 13 1998

ARTICLES OF INCORPORATION

HAND ENTERTAINMENT GROUP, Inc.

The undersigned incorporation for the purpose of forming a corporation under the corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be:

HAND ENTERTAINMENT GROUP, Inc.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and address of the corporation is:

**225 E. DANIA BEACH BOULEVARD # 210
DANIA , FL 33004**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE III CAPITAL STOCK

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

10,000 (Ten Thousand)

ARTICLE IV INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent and initial office of the corporation is:

AGENT: JOEL GILLET

**OFFICE: 225 E. DANIA BEACH BOULEVARD # 210
DANIA , FL 33004**

ARTICLE V INCORPORATOR

The name and address of the incorporation to these articles of incorporation are:

JOEL GILLET
3160 N.E. 165TH Street
North Miami Beach, FL 33160
Phone: (305) 919-7803

The undersigned have executed these Articles of Incorporation this 1st of June 1998


Signature / Title **PRESIDENT**

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNED 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 OBLIGATION OF MY POSITION AS REGISTERED AGENT.


JOEL GILLET

DATE:

8/1/98

FILED
98 AUG 10 AM 8:05
CLERK OF STATE
TALLAHASSEE, FLORIDA