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Anthony Box  
16 NW 42nd Terrace  
Plantation, FL 33317

September 08 1998

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

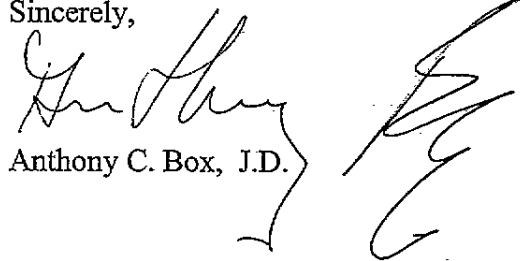
Re: Article of Incorporation of Good Fellas Entertainment Inc..

Enclosed are the original and one copy of the articles of incorporation for the above-named proposed Florida corporation. Also, enclosed is a check in the amount of \$78.75, from our account representing the fees for filing and a certificate.

Thank you for your assistance in this matter.

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-09/10/98-01047--016  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

Sincerely,

  
Anthony C. Box, J.D.

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98 SEP 10 AM 9:39  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

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9-10-98  
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ARTICLES OF INCORPORATION  
OF  
GOOD FELLAS ENTERTAINMENT, INC.

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DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

ARTICLE I. CORPORATE NAME.

The name of this corporation is Good Fellas Entertainment, Inc.

ARTICLE II. PRINCIPAL OFFICE.

The principal place of business and mailing address of this corporation are 1604 NW 7<sup>th</sup> Avenue, Miami, Florida 33136.

ARTICLE III. CAPITAL STOCK.

The number of shares of stock that this corporation is authorized to have outstanding at any one time is 1000.

ARTICLE IV. INITIAL REGISTERED AGENT AND OFFICE.

The name and address of the initial registered agent are Anthony Box, 16th NW 42nd Terrace Plantation FL 33317.

ARTICLE V. INCORPORATORS.

The names and street addresses of the incorporators to these articles of incorporation are: EVANS SAINT-CLAIRE at 1500 Bay Road Apt 1125, Miami, Florida 33139 and MARINO PALENZUELA at 382 NW 34<sup>th</sup> Street, Miami, Florida 33127.

ARTICLE VI. OFFICERS

The names and addresses of the initial officers are:

President: EVANS SAINT-CLAIRE at 1500 Bay Road Apt 1125, Miami, Florida 33129

Vice President: MARINO PALENZUELA at 382 NW 34<sup>th</sup> Street, Miami, Florida 33127.

Treasurer: EVANS SAINT-CLAIRE at 1500 Bay Road Apt 1125, Miami, Florida 33129

Secretary: MARINO PALENZUELA at 382 NW 34<sup>th</sup> Street, Miami, Florida 33127.

The undersigned has executed these articles of incorporation on April 10, 1998.

*Evans Saint-Clair*

Evans-Saint-Clair/President

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TALLAHASSEE, FLORIDA

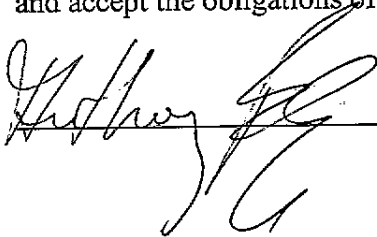
**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE**

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 designating  
the registered agent, in the state of Florida.

The name of the corporation is Good Fellas Entertainment Inc.

The Name of the Registered Agent and office is : Anthony Box , 16 NW 42nd Terrace,  
Plantation, FL 33317.

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 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.

 On 9-8-98

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TALLAHASSEE, FLORIDA

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