

Division of Corporations

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Florida Department of State

Division of Corporations

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From:

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FLORIDA PROFIT CORPORATION OR P.A.

STOKIE ENTERTAINMENT, INC.

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ARTICLES OF INCORPORATION
of
STOKIE ENTERTAINMENT, INC.

Article I - Name

The name of this Corporation is:
STOKIE ENTERTAINMENT, INC.

Article II - Principal Office and Mailing Address

The principal office and mailing address of the Corporation shall be:
16812 Southwest 107 Place, Miami, FL 33157

Article III - Duration

This Corporation shall have perpetual existence, commencing on the date of filing of these Articles.

Article IV - Purpose

This Corporation is organized for the purpose of engaging in the provision of services; in the import, export, purchase and sale of wholesale and retail goods and in any business permitted by law.

Article V - Powers

The Corporation shall have all the Corporate Powers enumerated in the Florida General Corporations Act, Florida Statutes, Chapter 607, et. seq.

Article VI - Capital Stock

This Corporation is authorized to issue five thousand (5,000) shares of no par value common stock. Said stock shall be issued pursuant to a plan under §1244 of the Internal Revenue Code of 1954 as amended by the Small Business Tax Revision Act of 1958.

All of said Stock shall be payable in cash, services or property other than stock or securities in lieu of cash at a just valuation to be determined by the Board of Directors.

This Document prepared for electronic filing by:
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Miami, Florida 33156
Ph. 305-670-5200; Fax 305-670-5210

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Article VII - Rights of Shareholders

Except as otherwise provided by law, the entire voting power for the selection of Directors, the adoption of By-Laws, and for all other purposes shall be vested exclusively in the holders of the outstanding Common Shares. At their option the affairs of the Corporation may be managed by the Shareholders.

Article VIII - Initial Registered Office and Agent

The Street Address of the Initial Registered Office of this Corporation is:

16812 Southwest 10 7 Place, Miami, FL 33157

The initial Registered Agent of the Corporation at that address is:

STOKES TIMOTHY McCORVEY

Article IX - Incorporator

The name and address of the person signing these Articles of Incorporation is:

STOKES TIMOTHY McCORVEY, 16812 Southwest 10 7 Place, Miami, FL 33157.

Article X - Amendment

This Corporation reserves the right to amend or repeal, in the manner provided by law, the provisions contained in these Articles or any Amendments thereto, and any rights conferred upon Shareholders is subject to this reservation.

IN WITNESS WHEREOF the Undersigned Incorporators have executed these Articles of Incorporation this 44 day of JANUARY, 1999, at Miami - Dade County, State of Florida.

Stokes T. McCorvey
INCORPORATOR, STOKES TIMOTHY McCORVEY

STATE OF FLORIDA
COUNTY OF DADE

BEFORE ME, the undersigned authority, personally appeared: STOKES TIMOTHY McCORVEY, who is personally known to me or who produced the following identification:

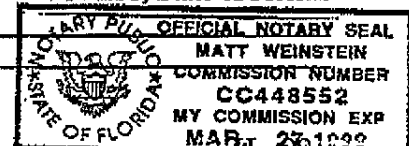
FL. Dir. Lic.
and who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed same for the purposes therein expressed.

WITNESS my hand and seal this 44 day of JANUARY, 1999.

Matt Weinstein
NOTARY PUBLIC, State of Florida

comm # _____

print name of notary: _____



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ACCEPTANCE OF DESIGNATION BY REGISTERED AGENT

The Undersigned hereby accepts Designation as the Initial Registered Agent of
STOKIE ENTERTAINMENT, INC.

I understand that I shall remain as Registered Agent until I have either resigned or a successor has been appointed by the Corporation and that my such resignation or removal is effective until both the Corporation and the Secretary of State of Florida have been notified in the manner required by law. I understand that as Registered Agent I am required to be available at the Registered Office of the Corporation during normal business hours for receipt of Process and for such other purposes as required by Florida Statutes.

Signed this 4th day of JANUARY, 1999.

Stokes J. McCorvey
REGISTERED AGENT, STOKES TIMOTHY MCCORVEY

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