

P99 000024135

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

Akasha Entertainment
Group Inc

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ARTICLES OF INCORPORATION

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OF

AKASHA ENTERTAINMENT GROUP, INC.

Pursuant to the Florida General Corporation Act, AKASHA ENTERTAINMENT GROUP, INC., adopts the following Articles of Incorporation:

**ARTICLE ONE
NAME**

The name of this corporation is AKASHA ENTERTAINMENT GROUP, INC.

**ARTICLE TWO
DURATION**

The period of duration for this Corporation is perpetual.

**ARTICLE THREE
PURPOSE**

The purpose is to engage in any activity or business permitted under the laws of the United States and the State of Florida.

**ARTICLE FOUR
CAPITAL STOCK**

The Corporation is authorized to issue one million (1,000,000) shares of common stock class, with a One Dollar (\$1.00) par value for each share.

**ARTICLE FIVE
INITIAL REGISTERED OFFICE AND AGENT**

The name and address of the registered agent are as follows:

Jacinta M. Mathis, Esquire
The Center for Professional Legal Services
5405 Diplomat Circle, Suite 201
Orlando, Florida 32810

ARTICLE SIX
PRINCIPAL PLACE OF BUSINESS

The principal office of the Corporation is 3480 Hillmont Circle, Orlando, Florida 32817.

ARTICLE SEVEN
INITIAL BOARD OF DIRECTORS

This Corporation shall have three (3) directors initially. The number of directors may be either increased or decreased from time to time by an amendment of the bylaws of the Corporation in the manner provided by law, but the number of directors shall never be less than one (1).

The name and address of the initial directors of this Corporation are:

Miriam Navarro	3480 Hillmont Circle, Orlando, Florida 32817
Carlos Hernandez	6287 Sparling Hills Circle, Orlando, Florida 32808
Irving E. Navarro	3480 Hillmont Circle, Orlando, Florida 32817

ARTICLE EIGHT
INCORPORATOR

The name and address of the Incorporator signing these Articles of Incorporation is Miriam Navarro, 3480 Hillmont Circle, Orlando, Florida 32817.

ARTICLE NINE
NON-RESIDENT DIRECTORS

Directors need not be residents of the State of Florida.

ARTICLE TEN
DIRECTORS' AUTHORITY TO FIX COMPENSATION

Directors shall have authority to fix the compensation of the officers of this Corporation.

ARTICLE ELEVEN
AMENDMENT OF ARTICLES

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto. The power to adopt, amend or repeal the Articles of Incorporation of this Corporation shall be vested in the Board of Directors and upon a majority vote of the directors.

ARTICLE TWELVE
INDEMNIFICATION

The Corporation may be empowered to indemnify any officer or director, or any former officer or director in the manner set out and provided for in the bylaws of this Corporation.

ARTICLE THIRTEEN
SHAREHOLDERS QUORUM AND VOTING

A majority of the shares entitled to vote, represented in person or by proxy, shall constitute a quorum at a meeting of shareholders. If a quorum is present, the affirmative votes of a majority of the share represented at the meeting and entitled to vote on the subject matter shall be the act of the shareholders.

ARTICLE FOURTEEN
REMOVAL OF DIRECTORS

At a meeting of shareholders called expressly for that purpose, any one director, or the entire board of directors, may be removed, with or without cause, by a vote of the holders of a majority of the shares then entitled to vote at an election of directors.

ARTICLE FIFTEEN
INFORMAL ACTION OF DIRECTORS

If all of the directors severally or collectively consent in writing to any action taken or to be taken by the Corporation, and the written evidence of their consent is filed with the Secretary of the corporation, the action shall be as valid as though it had been authorized at a meeting of the Board of Directors.

ARTICLE SIXTEEN
RESTRICTIONS ON TRANSFER OF STOCK

Restrictions on the sale or transfer of the stock of this Corporation may be set forth in a buy-sell agreement.

ARTICLE SEVENTEEN
HEADING AND CAPTIONS

The headings or captions of these Articles of Incorporation are inserted for convenience. They shall not have any force or effect and the interpretation of the various Articles shall not be influenced by the language of the headings or captions.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation, this 8th day of March, 1999.



MIRIAM NAVARRO Incorporator

STATE OF FLORIDA
COUNTY OF ORANGE

BEFORE ME, the undersigned authority, personally appeared MIRIAM NAVARRO who is personally known to me to be the person who executed the foregoing Articles of Incorporation, and they acknowledged to before me that they executed such instrument.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 8th day of March, 1999.


NOTARY PUBLIC
My Commission Expires:


CERTIFICATE DESIGNATING PLACE OF BUSINESS FOR THE
SERVICE OF PROCESS WITHIN FLORIDA AND REGISTERED
AGENT UPON WHOM PROCESS MAY BE SERVED

AKASHA Entertainment Group, Inc., (the "Corporation") desiring to organize as a domestic Corporation or qualify under the laws of the State of Florida has named and designated Jacinta M. Mathis, Esquire as its registered agent to accept service of process within the State of Florida with its registered office at 5405 Diplomat Circle, Suite 201, Orlando, Florida 32810.

ACKNOWLEDGMENT

Having been named Registered Agent for the corporation at the place designated in this Certificate, I agree to act in this capacity; and I am familiar with and accept the obligations of Section 607.0505, Florida Statutes, as the same may apply to the Corporation; and I further agree to comply with the statutes, all as the same may apply to the Corporation relating to the proper and complete performance of my duties as Registered Agent.

Dated this 8th day of March, 1999.



JACINTA M. MATHIS, ESQUIRE
Registered Agent

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