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ARTICLES OF INCORPORATION TO VISION OF

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OF

JF Morgan Studios, Inc.

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I: NAME

The name of the corporation is JF Morgan Studios, Inc.

ARTICLE II: PRINCIPAL OFFICE

The principal place of business and mailing address of the corporation is 5576 Doug Taylor Circle, St. James City, FL 33956.

ARTICLE III: CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is one hundred (100) shares having a par value of (\$1.00) per share.

ARTICLE IV: INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is Jennifer Holloway, 5576 Doug Taylor Circle, St. James City, FL 33956.

ARTICLE V: INCORPORATOR

The name and address of the incorporator of these Articles of Incorporation is Capital Connection, Inc., 417 E. Virginia St., Suite 1, Tallahassee, FL 32301.

ARTICLE VI: INITIAL BOARD OF DIRECTORS

The name and address of the initial Board of Directors of the corporation is P,VP,T,S, Director, John F. Morgan, 231 East 29th Street, Ground Floor, New York, NY 10016.

The undersigned has executed these Articles of Incorporation this 18th day of March 1999.

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"Capital Connection, Inc. by Crystal Dugger, Office Manager"

Cystal Pagger

CERTIFICATE OF DESIGNATION REGISTERED AGENT/REGISTERED OFFICE

FILED SECRETARY OF STAIL SIVISION OF CORPORATIONS

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Pursuant to the provisions of section 607.0501, Florida Statutes, the mentioned corporation, organized under the laws of the state of Florida, submits the following statement in designating the registered office/registered agent, in the state of Florida.

I. The name of the corporation is: JF MOCAN
Studios, Inc.
2. The name and street address of the registered agent and office is: Jennifer Holloway
5576 Doug Taylor Circle
St. James City, FL 33956

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 APPOINTMENT REGISTERED AGENT AND AGREE TO ACT IN THIS AS 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.

> Senifell Holloway Jennifer Holloway