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FILED
99 MAR 26 AM 8:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

December 17, 1998

Secretary of State
Division of Corporations


Re:

To Whom It May Concern:

Enclosed please find an original and one copy of the Articles of Incorporation and Certificate of Registered Agent as referred above, together with a money order of \$78.75. This represents the cost of the Filing Fees for, Articles of Incorporation, Certificate of Status and fee for registered Agent Designation.

Please stamp the extra copies and return with Certificate of Status at your earliest convenience.

Sincerely,


Jeffery T. Rechter Non-published #
Enclosure

600002820136--0
-03/26/99-01085--003
*****78.75 *****78.75

5615 Sheridan St.
14 twd., FL 33021

Nelson Gonzalez - non-published #
no listing for corp name

added "S" to productions

SD
3/31

S.D. 3/31/99

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

of

LIMITLESS PRODUCTIONS, INC.

The undersigned subscriber to these Articles of Incorporation, a natural person(s) competent to contract, hereby form a corporation under the laws of the State of Florida.

ARTICLE I - CORPORATE NAME

The name of the corporation : Limitless Productions, Inc.

ARTICLE II - DURATION

This corporation shall exist perpetually unless dissolved according to Florida law.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue ONE THOUSAND (1,000) shares of ONE Dollar (\$1.00) par value Common Stock, which shall be designated "Common Shares".

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The name and address of the Initial Registered Agent of this Corporation is:

Jeffery T. Rechter
301 Golden Isles Dr. Apt. 306
Hallendale, FL 33009

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have two director initially. The number of directors may be either increased or decreased from time to time by the By-laws, but shall never be less than one (1). The names and address of the initial director of the corporation is as follows:

A.) Jeffery T. Rechter
301 Golden Isles Apt.# 306
~~Bonbrook Pines, FL 33029~~
Hallendale

B.) Nelson E. Gonzales
301 Golden Isles Apt. 305
Hallendale, FL 33009

ARTICLE VII - OFFICERS

The following individuals shall hold office for the Corporation as designated below:

Nelson E Gonzales. - President
Jeffery T. Rechter - Vice President

ARTICLE VIII - INCORPORATORS

The name and address of the person signing these Articles of Incorporation are as follows:

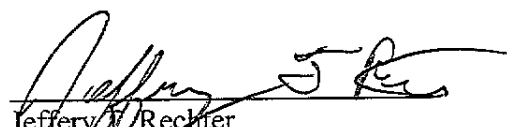
Jeffery T. Rechter
301 Golden Isles Apt.# 306
Hallendale, FL 33009

ARTICLE IX - PRINCIPAL PLACE OF BUSINESS

The principal place of business of the corporation is as follows:

North Miami Business Park
1922 N.E. 149 Street
North Miami, FL 33181

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 17 day of December, 1998.


Jeffery T. Rechter

STATE OF FLORIDA)
) SS:
COUNTY OF BROWARD)

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared:

Jeffery T. Rechter

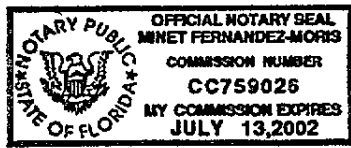
and has provided the following identification

FLORIDA DRIVERS LICENSE NO: R 236 428 67 2540
(type of identification)

and known to me to be the person who executed the foregoing Articles of Incorporation, and who acknowledged before me that he executed these Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto affixed my hand and seal, in the State and County aforesaid, this 17 day of December 1998.

My Commission expires:




(Notary Public)

Minet Fernandez-Morris
(Printed Name of Notary)

CERTIFICATE OF REGISTERED AGENT

of

LIMITLESS PRODUCTIONS, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to Florida Statutes Sections 48.091 and 607.034, the following is submitted:


The above corporation, desiring to organize under the laws of the State of Florida with its ^{Principal} ~~registered~~ office as indicated in the Articles of Incorporation at:

North Miami Business Park
1922 N.E. 149 Street
North Miami, FL 33181

has named Jeffery T. Rechter located at the aforesaid address, as Registered Agent to accept service of process within this state.

Having been named to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of Florida Law in keeping open said office.

Date: 12-17-98


Jeffery T. Rechter
(registered agent)

The name and address of the Initial Registered Agent of this Corporation is:

Jeffery T. Rechter
301 Golden Isles Dr. Apt.# 306
Hallendale, Fl 33009