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Florida Department of State  
Division of Corporations  
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## To:

Division of Corporations  
Fax Number : (850) 922-4001

## From:

Account Name : EMPIRE CORPORATE KIT COMPANY  
Account Number : 072450003255  
Phone : (305) 541-3694  
Fax Number : (305) 541-3770

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## FLORIDA PROFIT CORPORATION OR P.A.

mamey productions, inc.

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## ARTICLES OF INCORPORATION

WE, THE UNDERSIGNED, DO HEREBY ASSOCIATE OURSELVES TOGETHER FOR THE PURPOSE OF BECOMING A CORPORATION UNDER THE LAWS OF THE STATE OF FLORIDA, PROVIDING FOR THE FORMATION, RIGHTS, AND PRIVILEGES AND IMMUNITIES OF A CORPORATION, FOR PROFIT.

### ARTICLE I

THE NAME OF THE CORPORATION SHALL BE:

Mamey Productions, Inc.

### ARTICLE II

THE GENERAL NATURE OF THE BUSINESS OR BUSINESSES TO BE TRANSACTED IS: ANY LAWFUL BUSINESS PERMITTED BY THE LAWS OF THE STATE OF FLORIDA IN THE UNITED STATES.

### ARTICLE III

THE AMOUNT OF AUTHORIZED CAPITAL STOCK OF THE CORPORATION SHALL BE ONE THOUSAND (1,000) SHARES OF COMMON STOCK WITH PAR VALUE OF .50¢ PER SHARE. THE WHOLE OR ANY PART OF THE CAPITAL STOCK SHALL BE PAYABLE EITHER IN LAWFUL MONEY OF THE UNITED STATES OR IN PROPERTY, LABOR OR SERVICES INsofar AS PERMITTED FROM TIME TO TIME BY THE LAWS OF FLORIDA, THE VALUE OF SUCH PROPERTY, LABOR OR SERVICES TO BE DETERMINED BY THE BOARD OF DIRECTORS.

### ARTICLE IV

THE AMOUNT OF CAPITAL WITH WHICH THE CORPORATION SHALL BEGIN BUSINESS SHALL BE AT LEAST FIVE HUNDRED DOLLARS (\$500.00).

Prepared by:

Gary B. Rovin

Pent House 2

9350 South Dixie Highway

Miami, Florida 33156

305-670-9994

Bar # 0092779

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ARTICLE V

THE COMPANY SHALL HAVE PERPETUAL EXISTENCE.

ARTICLE VI

THE POST OFFICE ADDRESS OF THE PRINCIPAL OFFICE OF THE CORPORATION SHALL BE:

PENTHOUSE 2  
9350 SOUTH DIXIE HIGHWAY  
MIAMI, FLORIDA 33156

WITH THE PRIVILEGE, HOWEVER, OF HAVING BRANCH OFFICES AND PLACES OF BUSINESS AT ANY OTHER PLACE OR PLACES WITHIN THE STATE OF FLORIDA, THE UNITED STATES OR IN FOREIGN COUNTRIES.

ARTICLE VII

THE AFFAIRS OF THE CORPORATION SHALL BE CONDUCTED BY A BOARD OF THREE ( 3 ) DIRECTOR WHO NEED NOT BE STOCKHOLDERS.

ARTICLE VIII

THE NAMES AND ADDRESSES OF THE FIRST BOARD OF DIRECTORS OF THE CORPORATION WHO, SUBJECT TO THE PROVISIONS OF THESE ARTICLES OF INCORPORATION, THE BY-LAWS AND GENERAL CORPORATION LAWS OF FLORIDA, SHALL HOLD OFFICE UNTIL THEIR SUCCESSORS HAVE BEEN ELECTED AND QUALIFIED ARE:

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	<u>NAME</u>	<u>ADDRESS</u>
1.	JORGE ULLA	PENTHOUSE 2 9350 SOUTH DIXIE HIGHWAY MIAMI, FLORIDA 33156
2.	ADA PUMAREJO	PENTHOUSE 2 9350 SOUTH DIXIE HIGHWAY MIAMI, FLORIDA 33156
3.	MUIGEL VELEZ	PENTHOUSE 2 9350 SOUTH DIXIE HIGHWAY MIAMI, FLORIDA 33156

ARTICLE IX

THE NAMES AND ADDRESSES OF EACH SUBSCRIBER OF THESE  
ARTICLES OF INCORPORATION ARE:

	<u>NAME</u>	<u>ADDRESS</u>
1.	GARY B. ROVIN	PENTHOUSE 2 9350 SOUTH DIXIE HIGHWAY MIAMI, FLORIDA 33156

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ARTICLE X

THE CORPORATION SHALL AT ALL TIMES HAVE THE CORPORATE POWERS PRESENTLY GIVEN TO THE CORPORATIONS BY THE STATUTES AND LAW OF THE STATE OF FLORIDA; AND, IT SHALL HAVE SUCH FURTHER POWERS AS FROM TIME TO TIME, HEREAFTER, ARE GIVEN TO CORPORATIONS BY THE STATUTES AND LAWS OF THE STATE OF FLORIDA. THE CORPORATION IS EXPRESSLY AUTHORIZED TO ENTER INTO, HONOR AND BE BOUND BY STOCKHOLDER'S AGREEMENTS WITH AND AMONG STOCKHOLDERS OF THE CORPORATION. THE CORPORATION IS, FURTHER, AUTHORIZED TO ENTER INTO PARTNERSHIPS AND JOINT VENTURES WITH OTHER PERSONS, FIRMS AND CORPORATIONS.

IN WITNESS WHEREOF, THE UNDERSIGNED HAVE MADE AND SUBSCRIBED TO THESE ARTICLES OF INCORPORATION ON THE 14<sup>th</sup> DAY OF May, 1999

  
GARY B. ROVIN

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RESIDENT AGENT DESIGNATION

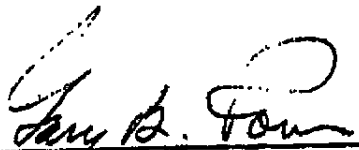
IN PURSUANCE OF CHAPTER 48.091, FLORIDA STATUTES, THE FOLLOWING  
IS SUBMITTED, IN COMPLIANCE WITH SAID ACT:

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

DESIRING TO ORGANIZE UNDER THE LAWS OF THE STATE OF  
FLORIDA, WITH ITS PRINCIPAL OFFICE, AS INDICATED IN THE ARTICLES  
OF INCORPORATION AT THE CITY OF MIAMI, COUNTY OF DADE, STATE OF  
FLORIDA, HAS NAMED GARY B. ROVIN, Esq., LOCATED AT 9350 South  
Dixie Hwy., PH 2, MIAMI, FLORIDA, 33156, AS ITS AGENT TO ACCEPT  
SERVICE OF PROCESS WITHIN THIS STATE.

ACKNOWLEDGMENTS:

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE  
ABOVE STATED CORPORATION, AT PLACE DESIGNATED IN THIS  
CERTIFICATE, I HEREBY ACCEPT TO ACT IN THIS CAPACITY, AND AGREE TO  
COMPLY WITH THE PROVISIONS OF SAID ACT RELATIVE TO KEEPING OPEN  
SAID OFFICE.

  
GARY B. ROVIN, ESQ.  
RESIDENT AGENT

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