

P9900027377
Diversified
PARALEGAL
Services Inc.

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Re: Boog, Inc.

Dear Clerk:

Enclosed please find the original Articles of Incorporation of Boog, Inc. and Certificate Designating Place of Business or Domicile for Service of Process Within Florida for filing with the State. I have enclosed a check in the amount of \$78.75 representing your filing fee and a certified copy of the Articles of Incorporation and Certificate Designating Place of Business or Domicile for Service of Process Within Florida

Please forward your Notice of Filing and the certified copies to the below address. Should you have any questions, please call.

Sincerely,

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-08/05/99--01051--004
*****78.75 *****78.75

DIVERSIFIED PARALEGAL SERVICES, INC.

Charlotte Combs

Charlotte Combs
President

Dated: 8/3/99

Enclosures

/bhs

[Handwritten signature]
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NK

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

P. O. Box 2871, Tampa, Florida 33601 • (813) 661-7537 • Fax (813) 661-7537

DIVERSIFIED PARALEGAL SERVICES, INC.

**P.O. Box 2871
Tampa, FL 33601
(813) 661-7537**

Secretary of State
Division of Corporations
Attn.: Loria Poole, Corporate Specialist
409 E. Gaines St.
Tallahassee, FL 32399

VIA UPS NEXT DAY AIR - J045 9376.10 4

Re: Montero Studio, Inc. - Letter No. 299A00040675

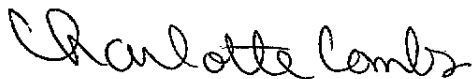
Dear Ms. Poole:

Enclosed please find the original Articles of Incorporation of Montero Studio, Inc. and Certificate Designating Place of Business or Domicile for Service of Process Within Florida for filing with the State. I have enclosed a copy of your letter and we have changed the corporation name from Boog, Inc. to Montero Studio, Inc.

Please forward your Notice of Filing to the above address. Should you have any questions, please call.

Sincerely,

DIVERSIFIED PARALEGAL SERVICES, INC.


Charlotte Combs
President

Dated: 8/17/99

Enclosures



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

August 11, 1999

DIVERSIFIED PARALEGAL SERVICES, INC.
% CHARLOTTE COMBS
P.O. BOX 2871
TAMPA, FL 33601

SUBJECT: BOOG, INC.
Ref. Number: W99000018650

We have received your document for BOOG, INC.. However, the document has not been filed and is being returned for the following:

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an administratively dissolved/revoked entity. Names of administratively dissolved/revoked entities are not available for one year from the date of administrative dissolution/revocation unless the dissolved/revoked entity provides the Department of State with a notarized affidavit stating that they have no intention of reinstating, therefore, releasing the name for use to another entity.

Simply adding "of Florida" or "Florida" to the end of a name is not acceptable.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6934.

Loria Poole
Corporate Specialist

Letter Number: 299A00040675

ARTICLES OF INCORPORATION

OF

MONTERO STUDIO, INC.

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

The undersigned subscriber to these Articles of Incorporation, desiring to form a corporation under the laws of the State of Florida, does hereby accept all of the rights and privileges, benefits and obligations conferred and imposed by said laws and hereby adopts the following Articles of Incorporation as the Charter of the corporation hereby organized.

ARTICLE I

NAME AND ADDRESS

The name and address of the Corporation is Montero Studio, Inc., 510 S. Howard Ave., Tampa, Florida 33606.

ARTICLE II

DURATION

The corporation shall have perpetual existence, commencing with the filing of these Articles of Incorporation, unless terminated earlier.

ARTICLE III

PURPOSES AND POWERS

This corporation is organized for the purpose of engaging in all lawful business activities permitted to a Corporation under the Florida General Corporation Law, as in effect from time to time.

ARTICLE IV

CAPITAL STOCK

The amount of capital stock authorized shall consist of One Hundred (100) Shares of common voting stock with a par value of One Dollar (\$1.00) each.

Dividends to shareholders may, in the discretion of the Board of Directors, be paid in cash or in property, but no dividend may be made which would impair the restricted or reserved unearned surplus of the Corporation, except as provided by Florida law.

ARTICLE V

SHARES NOT TO BE DIVIDED INTO CLASSES

The shares of the capital stock of the Corporation are not to be divided into classes.

ARTICLE VI

RESTRICTIONS ON TRANSFER

The Board of Directors may, in its discretion, include within the Bylaws of the Corporation restrictions on the transfers of shares of stock in the Corporation.

ARTICLE VII

NO SHARES ISSUED IN SERIES

The shares of the capital stock are not to be issued in series.

ARTICLE VIII

INITIAL REGISTERED OFFICE AND AGENT

The initial registered office of this corporation is 1407 Bay Villa Place, Suite 2, Tampa, FL 33629. The initial registered agent shall be Jason Rogozinski.

ARTICLE IX

INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) director initially. The number of directors may be either increased or decreased from time to time by action of the board and in accordance with the provision of the Bylaws. The name and address of the initial director of this Corporation is:

Dean Eric Ward
P.O. Box 1795
Tampa, FL 33601-1795

ARTICLE X

MEETINGS

The shareholders and directors of this Corporation shall meet at least once annually at the corporation's principal office on the annual date of the execution of these articles or at such other time and place as may be provided in the Bylaws.

ARTICLE XI

OFFICERS

This Corporation shall have two (2) officers: a President and Secretary/Treasurer, with such duties as shall be by the laws of the State of Florida. The initial officers and offices of this corporation are:

President	Dean Eric Ward
Secretary/Treasurer	Dean Eric Ward

ARTICLE XII

- BYLAWS

The Board of Directors may adopt and amend Bylaws for the corporation as provided in the Florida General Corporation Law, by majority vote.

ARTICLE XIII


INCORPORATOR

The name and address of the incorporator of this corporation is Dean Eric Ward, P.O. Box 1795, Tampa, Florida 33601-1795.

INDEMNIFICATION

This corporation shall indemnify any officer, director, of employee of the Corporation, or any former officer, director or employee of the Corporation to the full extent permitted by the laws of the State of Florida.

IN WITNESS WHEREOF, the undersigned incorporator has hereunto subscribed his name this 2nd day of August, 1999.


INCORPORATOR

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

BEFORE ME, personally appeared Dean Eric Ward, to me well known and known to me to be the individual described in and who executed the foregoing articles of incorporation and acknowledged before me that he executed the same for the purposes therein expressed.

WITNESS my hand and official seal this 2nd day of August, 1999.


Notary Public, State of Florida
at Large

My commission expires:

(SEAL)



CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR SERVICE OF PROCESS WITHIN FLORIDA

In compliance with Section 48.091, Fla. Stat. (1985), the following is submitted:

Montero Studio, Inc. desiring to organize or qualify under the laws of the State of Florida,
with its principal place of business at 510 S. Howard Ave., Tampa, FL 33606, has named, Jason
Rogozinski, as its agent to accept service of process within the state of Florida.

MONTERO STUDIO, INC.

By: [Signature]

Name: DENN WARD

Title: President

Having been named to accept service of process for the above stated corporation, at the
place designated in the Articles of Incorporation, I hereby agree to act in this capacity, and I further
agree to comply with the provisions of all Statutes relative to the proper and complete performance
of my duties.

[Signature]
Jason Rogozinski

Date: 8-17-99

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SECRETARY OF STATE
TALLAHASSEE FLORIDA