

P990000769/5

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

SUBJECT: Rizing Son International Entertainment, Inc.

Enclosed are an original and one copy of the Articles of Incorporation and a Designation and Acceptance of Registered Agent for a Florida Corporation.

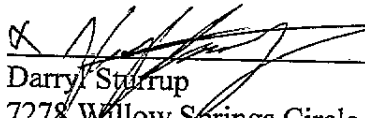
(X) \$70.00
Filing Fee

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Filing Fee
& Certificate

() \$122.50
Filing Fee
& Certified Copy

() \$131.25
Filing Fee,
Certified Copy,
& Certificate

FROM:


Darryl Sturup
7278 Willow Springs Circle
Boynton Beach, FL 33436
561--968-1076

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

TS 8/27/99

**ARTICLES OF INCORPORATION
OF
RIZING SON INTERNATIONAL ENTERTAINMENT, INC.**

ARTICLE I. CORPORATE NAME

The name of this corporation is Rizing Son International Entertainment, Inc.

ARTICLE II. PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation is 7278 Willow Springs, Circle.

ARTICLE III. CAPITAL STOCK

The maximum number of shares this corporation is authorized to issue is 1,000,000, all of which shall be common shares. All common shares shall be identical with each other in every respect and the holders thereof shall be entitled to one vote for each share on all matters on which shareholders have the right to vote.

ARTICLE IV. INITIAL REGISTERED AGENT AND OFFICE

The name and address of the initial registered agent are Darryl Sturup, 7278 Willow Springs Circle, Boynton Beach, Florida 33436.

ARTICLE V. INCORPORATORS

The name and street address of the incorporator of these articles of incorporation is:

Name

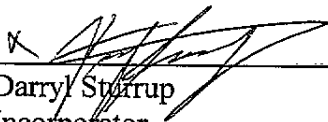
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TALLAHASSEE, FLORIDA

Darryl Sturup

7278 Willow Springs Circle
Boynton Beach, FL 33436

The undersigned has executed these articles of incorporation on August 12, 1999.



Darryl Sturup
Incorporator

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF F.S. 607.0501, THE UNDERSIGNED 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.

1. The name of the corporation is: Rizing Son International Entertainment, Inc.
2. The name and address of the registered agent and office is:

Darryl Sturup
7278 Willow Springs Circle
Boynton Beach, Florida 33436

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 the appointment as registered agent and agree to act in this 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.


Darryl Sturup

August 12, 1999

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