

OFFICE USE ONLY (Document #)

LEONARUS CORPORATE FILING SERVICE, INC.

(Requestor's Name)

3320 S.W. 87th AVENUE

(Address)

MIAMI, FLORIDA (305)552-5973

(City, State, Zip) (Phone #)

LOCAL REPRESENTATIVE TALLAHASSEE

6000002990656--1

-09/20/99--01037--034

*****78.75 *****78.75

OFFICE USE ONLY

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. GUA GUA FILMS, INC.
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

☒ Walk in

☒ Pick up time 2:00

☒ Certified Copy

☐ Mail out

☐ Will wait

☐ Photocopy

☐ Certificate of Status

NEW FILINGS	
<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

FILED
99 SEP 20 PM 12:44
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

9/20
RECEIVED
99 SEP 20 AM 11:11
DIVISION OF CORPORATE FILINGS
TALLAHASSEE, FLORIDA
Examiner's Initials

ARTICLES OF INCORPORATION
OF
GUA GUA FILMS, INC.

FILED
69 SEP 20 PM 12:14
SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLE I

The name of this corporation is GUA GUA FILMS, INC.. Its business shall be carried on at Dade County, Florida, and such other points or places in the State of Florida and in the United States and countries as may, from time to time, be authorized by the Board of Directors. Its principal office shall be at: 2626 N.W. 2 Avenue, Miami, Florida 33127.

ARTICLE II

The general nature of the business or businesses to be transacted by said corporation shall be as follows: Film Production and Development

SECTION I. That of engaging in any activity or business permitted under the laws of the United States of America, its territories, districts, and possessions, and any activity or business permitted under the laws of the State of Florida, and to have, exercise, and enjoy the powers and privileges granted to corporations for profit by Chapter 607, Florida Statutes, as amended.

SECTION II. To do all and everything necessary, suitable, and proper for the accomplishment of any of the purposes, of the attainment of any of the objects, or for the furtherance of the powers herein set forth, either alone or in association with other corporations, firms, or

individuals, and to do every other act or acts, thing or things, incidental or appurtenant to or growing out of or connected with the aforesaid business or powers, or any part thereof; provided, that the same be not inconsistent with the laws under which this corporation is organized.

ARTICLE III

The Corporation is authorized to issue 300 shares at no par value stock, which shares shall be designated "Common Stock."

ARTICLE IV

Unless otherwise provided for in the Articles of Incorporation, each holder of capital stock in this corporation shall be entitled at each shareholder's meeting to one vote for every share of stock standing in his name on the books of the corporation; but transferees of shares that are transferred on the books of the corporation within ten (10) days next preceding the date set for a meeting shall not be entitled to notice of or vote at the meeting.

ARTICLE V

Every shareholder, upon sale for cash of any new stock of this corporation of the same kind, class or series, as that which he already holds, shall have the right to purchase his pro rata share (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI

This corporation shall begin business with a capital of not less than FIVE Hundred (\$500.00) Dollars and the undersigned incorporators do hereby state that there has already been paid into the

corporation on behalf of the subscribers set forth herein the sum of Five Hundred (\$500.00) Dollars.

ARTICLE VII

This corporation shall exist perpetually.

ARTICLE VIII

The street address of the initial registered office of this corporation is: 757 N.W., 27th Avenue, Miami, Florida 33125 and the initial registered agent at that address is:
TODD STABINSKI, ESQ.

ARTICLE IX

This corporation shall have as directors initially those persons designated in this Article below. 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) nor more than five (5). The names and addresses of the initial directors of this corporation are:

NAME

ADDRESS

RHONDA MITRANI

2626 N.W. 2 Avenue

Miami, FL 33127

ARTICLE X

The names and addresses of the officers who are to conduct the business of this corporation

until those elected at the first election are as follows:

PRESIDENT: RHONDA MITRANI

2626 N.W. 2 Avenue

Miami, FL 33127

VI CE-PRESIDENT : ERIC SCHWARZ

147 Bleecker Street Apt 3R

New York, N.Y. 10012

The name and address of the person signing these Articles is:

RHONDA MITRANI

ARTICLE XI

If, at any time, any of the stockholders desire to sell their stock, said stockholder or stockholders shall first offer it, in writing, to the Board of Directors, stating prices and terms and give the Board of Directors thirty (30) days in which to place it with the stockholders. At the expiration of thirty (30) days, if no stockholder has purchased and settled for same, said stockholder or stockholders shall have the right to sell to whomever will purchase for the same sum and prices for which it was offered to the Board of Directors.

ARTICLE XII

The provisions of this Chapter, and each and every article and section hereof, and the By-

Laws of this Corporation shall be considered a part of every contract and transaction which this corporation shall be a party. Every person, association, and/or corporation dealing with this corporation is hereby charged with notice and knowledge of this corporation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this

DMMA
Subscriber

STATE OF FLORIDA)

COUNTY OF DADE)

BEFORE ME, a notary public authorized to take acknowledgments in this state and county set forth above, personally appeared: RHONDA MITRANI, and known by me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed these Articles of Incorporation.

IN WITNESS HEREOF, I have hereunto set my hand and affixed my official seal, in the state and county aforesaid, this 16 day of September 1999.

☒ Personally Known

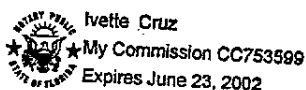
or

☐ Produced Identification

Type of I.D. Produced:

Ivette Cruz
NOTARY PUBLIC, State of Florida
at Large

My Commission Expires:



CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM PROCESS
MAY BE SERVED.

In compliance with Section 48.091, Florida Statutes, the following is submitted:

That, GUA GUA FILMS, INC. , desiring to organize under the laws of the State of
Florida, with its principal place of business at:

has names: Todd STABINSKI, ESQ, as its agent to accept service of process within Florida.

RHONDA MITRANI
RHONDA MITRANI

President
TITLE

9/16/99
DATE

Having been named to accept service of process for the above-stated corporation, at the place designated in this certificate, 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 duties.


REGISTERED AGENT

9/16/99
DATE

FILED
99 SEP 20 PM 12:44
SECRETARY OF STATE
TALLAHASSEE FLORIDA