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Florida Department of State
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To: Division of Corporations
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FLORIDA PROFIT CORPORATION OR P.A.

BOPRAE STUDIO, INC.

Certificate of Status	0
Certified Copy	1
Page Count	05
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ARTICLES OF INCORPORATION
OF
BOPRAE STUDIO, INC.

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation:

ARTICLE I

The name of the corporation shall be:

BOPRAE STUDIO, INC.

The principal place of business and mailing address of this corporation shall be:

3447 CHASE AVENUE
MIAMI BEACH, FL 33140

ARTICLE II

This corporation may engage in or transact any or all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, country, territory or nation.

ARTICLE III

The aggregate number of stock and its par value that this corporation is authorized to have outstanding at any one time is:

1000 shares of Common Stock, each have \$ 1.00 par value.

ARTICLE IV

This corporation is to exist perpetually.

ARTICLE V

Each shareholder of any class of stock of this Corporation shall be entitled to full preemptive rights to purchase un-issued or treasury shares of the Corporation and any securities of the Corporation convertible into or carrying a right to subscribe to or to acquire shares of any such un-issued or treasury shares.

Prepared by : Tallison Advisory Corp. (Yolanda Duran- Accountant)
9655 South Dixie Highway, Suite, 101, Pinecrest, FL 33156

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ARTICLE VI

The name(s) and street address (es) of the initial officer(s) and director(s), if any, who shall hold office the first year of the corporation's existence or until their successor(s) is(are) elected, is (are):

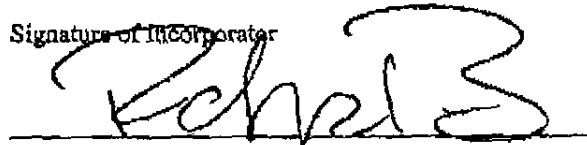
RICHARD BEAUPRE 3447 CHASE AVENUE PRESIDENT/SECRETARY
 MIAMI BEACH, FL 33140

ARTICLE VII

The name (s) and street address (es) of the incorporator (s) to these articles of incorporation is (are) :

Richard Beaupre 3447 Chase Avenue
 Miami Beach, FL 33140

Signature of Incorporator

A handwritten signature in black ink, appearing to read "Richard B", is written over a horizontal line.

Prepared by : Tallson Advisory Corp. (Yolanda Duran- Accountant)
9655 South Dixie Highway, Suite 101, Pinecrest, FL 33156

ARTICLE VIII

The name and addresses of the subscribers to these Articles of Incorporation:

RICHARD BEAUPRE 3447 Chase Avenue
Miami Beach, FL 33140

ARTICLE IX

The Corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation or any Amendment hereto and any writing inferred upon the shareholders shall be subject to this reservation.

Prepared by : Talieson Advisory Corp. (Yolanda Duran- Accountant)
9655 South Dixie Highway, Suite 101, Pinecrest, FL 33156

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CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/ REGISTERED OFFICE

Pursuant to the provisions of Section 607.0501 or 617.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered agent/registered office, in the State of Florida.

The name of the corporation is:

BOPRAE STUDIO, INC..

1. The name and the address of the registered agent and office is:

TALIESON ADVISORY, CORP
9655 South Dixie Highway, Suite 101
Pinecrest, FL 33156

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 ACCEPT THE DUTIES AND OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

SIGNATURE



By Talieson Advisory, Corp.-Yolanda Duran
(Registered Agent)

DATE

3/5/03

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Prepared by : Talieson Advisory Corp. (Yolanda Duran- Accountant)
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