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TRANSMITTAL LETTER

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 JAN 14 AM 11:53

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

900002741299--9
-01/14/99--01043--002
*****78.75 *****78.75

SUBJECT:

C2 Entertainment inc.
(Proposed corporate name)

Enclosed is an original and one(1) copy of the articles of incorporation and a check for:

U \$78.75 Filing fee, Copy

FROM:

Carol Clarke
(name)

1671 Brandywine Road Unit 2117
(address)

West Palm Beach, Fla. 33409
(city,state,sip)

561 471 3951
(daytime phone number)

ARTICLES OF INCORPORATION

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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 NAME

The name of the corporation shall be:

C2 ENTERTAINMENT INC.

ARTICLE II PRINCIPAL OFFICE

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

1671 Brandywine Road
Unit 2117
West Palm Beach, Florida 33409

ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have at any one time is:

FIVE THOUSAND

**ARTICLE IV
INITIAL REGISTERED AGENT AND STREET ADDRESS**

The name and address of the initial registered agent is:

Carol Clarke
1671 Brandywine Road
Unit 2117
West Palm Beach, Fla. 33409

ARTICLE V INCORPORATORS

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

Carol Clarke
1671 Brandywine Road
Unit 2117
West Palm Beach, Fla. 33409

The undersigned incorporator(s) has(have) executed these Articles of Incorporation this 13th. day of January, 1999.

Carol Clarke

Signature

Signature

Notarization is not required

NOTE: Affixing an officer title after a signature of an incorporator does not constitute the designation of officers.

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CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, 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: **C2 Entertainment Inc.**
2. The name and address of the registered agent and office is:

Carol Clarke
(Name)

1671 Brandywine Road
Unit 2117
West Palm Beach, Fla. 33409
(Address)
(City,State,Zip)

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.



(SIGNATURE)



(DATE)

**Division Of Corporations, P.O. Box 6327, Tallahassee, Fl.
32324**