

**FILED EFFECTIVE**

ARTICLES OF INCORPORATION

05 DEC -8 PM 2: 28

OF

SECRETARY OF STATE  
STATE OF IDAHO

MESSINA-MARRS INVESTMENTS INC

KNOW ALL MEN BY THESE PRESENTS, That I, the undersigned, being a natural person of full age and a citizen of the United States, in order to form a corporation for the purposes hereinafter stated, under and pursuant to the provisions of the general corporation laws of the State of Idaho, including the Idaho Business Corporation Act (the "Act"), and the acts amendatory thereof and supplemental thereto, do hereby certify as follows:

1. NAME:

The name of the corporation is:

Messina-Marrs Investments INC

2. DURATION:

The corporation is to have perpetual existence.

3. PURPOSE AND POWERS:

The purpose for which the corporation is organized is for the transaction of any and all lawful business for which corporations may be incorporated under the Act (Idaho Code Section 30-1-3). The corporation shall have the power to do everything necessary, proper, advisable or convenient for the conduct of said business, including, but not limited to, conducting all types of prospecting and mining activities, film production and research, equipment leasing, capital investments,; and to do all other things incident thereto or connected therewith, which are not forbidden by the Act, by other law, or by these Articles of Incorporation, including but not limited to, the statutory powers specified in Idaho Code Sections 30-1-4 to 30-1-6, as amended and supplemented.

4. SHARES:

The authorized amount of capital of this corporation shall be, and is, 1,000,000 shares of stock with a par value of \$0.001 each, making an authorized aggregate capitalized stock at par value of \$1,000.00, which such stock shall not be issued until fully paid for and once so issued shall be nonassessable. There shall be only one class of shares.

IDAHO SECRETARY OF STATE  
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ARTICLES OF INCORPORATION OF MESSINA-MARRS INVESTMENTS INC - 1

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5. PREEMPTIVE AND PREFERENTIAL RIGHTS:

Stockholders of the corporation shall have preemptive and preferential rights of subscription to any shares of stock of the corporation, whether now or hereafter authorized, and to any obligations of the corporation convertible into stock. Any stock or obligations convertible into stock issued by the corporation shall be offered first to the stockholders of the corporation.

6. INITIAL REGISTERED OFFICE AND AGENT:

The location and the physical address of the initial registered office of the corporation and its registered agent is as follows:

Physical Address

Registered Office: Alisha Hernandez  
~~Boise, Idaho 83704~~ 1811 W. Havenwood Ave., Nampa ID 83651

Registered Agent: Alisha Hernandez

7. DIRECTORS:

The number of Directors of the corporation shall be as specified from time to time in the Bylaws, and such number may from time to time be increased or decreased in such manner as may be prescribed in the Bylaws, provided the number of Directors of the corporation shall not be fewer than the number required by law. In case of any increase in the number of Directors, the additional Directors may be elected by the Directors then in office, and the Directors so elected shall hold office until the next annual meeting of the stockholders and until their successors are elected and qualified.

The initial number of Directors shall be one (1), who shall serve until such Directors' successors are hereafter elected and qualified, and who shall be:

Directors' Names                      Address

Alisha Hernandez                      ~~Boise, Idaho 83704~~ 1811 W. Havenwood Ave., Nampa ID 83651

8. INCORPORATOR:

The name and address of the incorporator is as follows:

Incorporator's Name,                      Address

Alisha Hernandez                      ~~Boise, Idaho 83704~~ 1811 W. Havenwood Ave., Nampa, ID 83651

