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Florida Department of State
Division of Corporations
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To: Division of Corporations
Fax Number : (850)922-4001

From: Account Name... : EMPIRE CORPORATE KTL COMPANY
Account Number : 072450003255
Phone : (305)541-3694
Fax Number : (305)541-3770

FLORIDA PROFIT CORPORATION OR P.A.

HU NU PRODUCTIONS, INC.

Certificate of Status	0
Certified Copy	1
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B. McKnight FEB 24 2000

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ARTICLES OF INCORPORATION
OF
HuNu PRODUCTIONS, INC.

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ARTICLE I - NAME

The name of the corporation shall be HuNu Productions, Inc.

ARTICLE II - PRINCIPAL OFFICE

The principal place of business/ mailing address for this corporation is:

HuNu Productions, Inc.
1 N.W. 108 Street
Miami Shores, Florida 33168

ARTICLE III - PURPOSE

This corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and Florida.

ARTICLE IV - SHARES

This corporation is authorized to issue 15,000 shares of \$0.10 par value common stock which shall be designated "Common Shares."

ARTICLE V - INITIAL OFFICERS/DIRECTORS

This corporation shall have three directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one. The names and addresses of the initial directors and officers of this corporation are:

Director and President: Jerry H. Bell
1 N.W. 108 Street
Miami Shores, Florida 33168

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Director and Vice-President:

Stephen G. Anthony
10870 Golfview Drive South
Pembroke Pines, Florida 33026

Director and Secretary:

James A. Bay
1 N.W. 108 Street
Miami Shores, Florida 33168

ARTICLE VI - REGISTERED AGENT

The name and street address for the registered agent are:

Timothy H. Crutchfield
Suite 1020
The Ingraham Building
25 S.E. Second Avenue
Miami, Florida 33131

ARTICLE VII - INCORPORATOR

The name and address of the Incorporator are:

Timothy H. Crutchfield
Suite 1020
The Ingraham Building
25 S.E. Second Avenue
Miami, Florida 33131

ARTICLE VIII - INDEMNIFICATION

This corporation shall indemnify any former officer or director, to the full extent permitted by law.

ARTICLE IX - BY-LAWS

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors.

ARTICLE X - POWERS

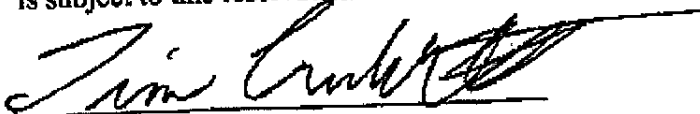
This corporation shall have all of the corporate powers enumerated in the Florida General Corporation Act.

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ARTICLE XI - AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.



INCORPORATOR:
TIMOTHY H. CRUTCHFIELD

2/24/2000
DATE

ACCEPTANCE OF DESIGNATION BY REGISTERED AGENT

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.



REGISTERED AGENT
TIMOTHY H. CRUTCHFIELD

2/24/2000
DATE

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