P00000082273

CAPPA & CAPPA
Attorneys at law

John R. Cappa
John R. Cappa, II

1229 Central Avenue
St. Petersburg, Florida 33705-1691

TELEPHONE: (727) 894-3159
FACSIMILE: (727) 894-2953

August 25, 2000

Department of the State
Division of Corporations
409 East Gaines Street
Tallahassee, FL 32390

FILED
00 AUG 28 PM 1:06
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Re: A.C. SMITH ENTERTAINMENT, INC.

Dear Ladies and Gentlemen:

I have enclosed the original signed Articles of Incorporation and Designation of Registered Agent for the captioned corporation plus the filing fee of $70.00. Please incorporate the Corporation and send me the usual proof of incorporation.

Thanking you for your attention to this matter, I remain,

Very truly yours,

John R. Cappa II

John R. Cappa II

jr.

300003374743--4
-08/28/00--01091--017
*****70.00 *****70.00

F. CHESSER AUG 3 0 2000

E-MAIL: JCappa007@aol.com John Cappa Sr.
E-MAIL: Cappaii@aol.com John Cappa II

ARTICLES OF INCORPORATION
OF
A.C. SMITH ENTERTAINMENT, INC.

FILED
00 AUG 28 PM 1:06
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I
NAME

The name of the corporation shall be A.C. Smith Entertainment, Inc. The address of the principal office of this corporation shall be 2258 Pimlico Street, Orlando, FL 32822.

ARTICLE II
NATURE OF BUSINESS

This corporation may engage or transact in 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
CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock having $1.00 par value per share.

ARTICLE IV
REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 2258 Pimlico Street, Orlando, FL 32822, and the name of the initial registered agent of the corporation at that address is ANTHONY C. SMITH.

ARTICLE V
TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI
OFFICERS AND DIRECTORS

This corporation shall have two officers and two directors, initially. The name and street address of the initial officers and directors who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

ANTHONY C. SMITH	2258 Pimlico Street Orlando, FL 32822
AMY SMITH	2258 Pimlico Street Orlando, FL 32822

ARTICLE VII
INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is:

ANTHONY C. SMITH
2258 Pimlico Street
Orlando, FL 32822

IN WITNESS WHEREOF, the undersigned agent, ANTHONY C. SMITH, has hereunto set his hand on this 25 day of August, 2000.

Anthony C. Smith
ANTHONY C. SMITH

ACCEPTANCE OF REGISTERED AGENT
DESIGNATED IN THE ARTICLES OF INCORPORATION

ANTHONY C. SMITH, having been designated as the Registered Agent in the above and foregoing Articles of Incorporation, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

Anthony C. Smith
ANTHONY C. SMITH

FILED
00 AUG 28 PM 1:06
SECRETARY OF STATE
TALLAHASSEE, FLORIDA