

FLORIDA MANAGEMENT SERVICES
INDEPENDENT ACCOUNTANTS IN PUBLIC PRACTICE

P970000042156

05/06/97

Florida Department of State
Corporate Records
P. O. Box 6327
Tallahassee, Florida 32301

500002171995--5
-05/08/97--01128--018
****122.50 ****122.50

Re: Incorporation Application - DESTINY ENTERTAINMENT, INC.

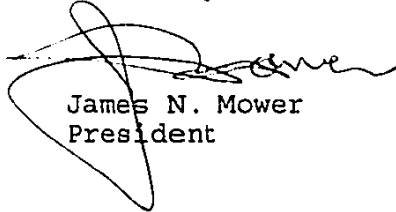
Attached are the Articles of Incorporation for the above
referenced Corporation and the necessary filing fees as follows:

Filing fees:	\$35.00
Designation of Registered Agent:	\$35.00
Certified Copy:	\$52.50

	\$122.50
	=====

Please send the certified copy of the articles to the address
below.

Sincerely,



James N. Mower
President

FILED
97 MAY -8 AM 9:08
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

97 MAY -8 AM 9:08
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF

DESTINY ENTERTAINMENT, INC.

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I. NAME AND ADDRESS

The name and principal address of the corporation shall be:

DESTINY ENTERTAINMENT, INC.

3266 Laurel Dale Drive
Tampa, Florida 33618

ARTICLE II. NATURE OF BUSINESS

The 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 7,500 shares of common stock having a par value of \$1 per share.

ARTICLE IV. REGISTERED AGENT ADDRESS

The street address of the initial registered office of the corporation shall be:

3266 Laurel Dale Drive
Tampa, Florida 33618

The name and written acceptance of the initial registered agent of the corporation at that address is as follows:

"I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation."


Daniel Serrano Jr

ARTICLE V. TERM OF EXISTENCE

The corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

The corporation shall have three directors, initially. The name and street address of the initial members of the Board of Directors are:

Director	Daniel Serrano Jr 3266 Laurel Dale Drive Tampa, Florida 33618
Director	James N. Mower 5201 W. Kennedy Blve, Suite 530 Tampa, Florida 33609
Director	Jason L. Sullivan 100 S. Ashley Drive, Suite 200 Tampa, Florida 33618

ARTICLE VII. OFFICERS

The name and address of the initial officers of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

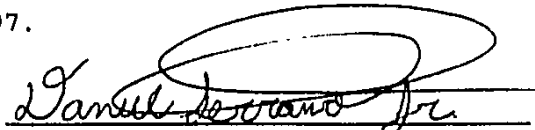
President	Daniel Serrano Jr 3266 Laurel Dale Drive Tampa, Florida 33618
Secretary	James N. Mower 5201 W. Kennedy Blve, Suite 530 Tampa, Florida 33609
Vice President	Jason L. Sullivan 100 S. Ashley Drive, Suite 200 Tampa, Florida 33618

ARTICLE VIII. SUBSCRIBER

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

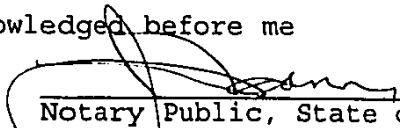
Daniel Serrano Jr
3266 Laurel Dale Drive
Tampa, Florida 33618

IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal on this 1st day of May, 1997.


Daniel Serrano Jr.

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

The foregoing instrument was acknowledged before me
this 1st day of May, 1997.



Notary Public, State of Florida

OFFICIAL NOTARY SEAL
J N MOWER
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. CC593721
MY COMMISSION EXP. OCT. 15, 2000

FILED
97 MAY -8 AM 9:08
SECRETARY OF STATE
TALLAHASSEE, FLORIDA