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ACCOUNT NO. : 072100000032

REFERENCE : 551685 8649A

AUTHORIZATION :

COST LIMIT : \$ PREPAID

ORDER DATE : October 2, 1997

ORDER TIME : 11:24 AM

ORDER NO. : 551685-005

CUSTOMER NO: 8649A

CUSTOMER: Steven Labret, Esq
STEVEN MICHAEL LABRET, P.A.

226 Hillcrest Street

Orlando, FL 32801

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-10/03/97--01001--010
****122.50 ****122.50

DOMESTIC FILING

NAME: VOLCANO ENTERTAINMENT, INC.

EFFECTIVE DATE:

- ARTICLES OF INCORPORATION
- CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

- CERTIFIED COPY
- PLAIN STAMPED COPY
- CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Tonya C. Holliday
EXAMINER'S INITIALS: _____

FILED RECEIVED
 97 OCT -2 AM 8:26 97 OCT -2 PM 2:29
 SECRETARY OF STATE
 DIVISION OF CORPORATIONS
 TALLAHASSEE, FLORIDA
 TALLAHASSEE, FLORIDA

SN OCT - 3 1997

*Law Offices of
Steven Michael LaBret, P.A.*

LL.M. IN TAXATION
ALSO ADMITTED IN LOUISIANA
AND MICHIGAN BARS

226 HILLCREST STREET
ORLANDO, FLORIDA 32801-1243
(407) 422-5819

FAX NO.
(407) 423-7718

October 1, 1997

Ms. Jo Maynard, Supervisor
Secretary of State
Division of Corporations
The Capitol
Tallahassee, Florida 32304

PERSONAL & CONFIDENTIAL

Re: Volcano Entertainment, Inc.
Our Client: Antonos Ludmils
Our File No.: 579-A-001

Dear Ms. Maynard:

Enclosed please find the Articles of Incorporation for the above-referenced corporation, together with our check in the amount of \$122.50. Please send a certified copy of the Articles of Incorporation to the undersigned.

Sincerely yours,

Steven M. LaBret
STEVEN MICHAEL LABRET

SML/ao
Encls.

FILED
97 OCT -2 AM 8:26
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
VOLCANO ENTERTAINMENT, INC.

FILED
97 OCT -2 AM 8:26
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as Incorporator(s), desiring to form a corporation for profit pursuant to the Florida General Corporation Act, adopt(s) the following Articles of Incorporation for such corporation:

Article I - Name

The name of this corporation is VOLCANO ENTERTAINMENT, INC.

Article II - Duration

This corporation shall begin its corporate existence as of the filing of these Articles of Incorporation and shall exist perpetually unless dissolved by operation of law.

Article III - General Purpose

This corporation is organized for the purpose of transacting any and all lawful business authorized and not prohibited by the Florida General Corporation Act, as the same may be from time to time amended.

Article IV - Capital Stock

This corporation is authorized to issue One Hundred Thousand (100,000) shares of capital stock, which shall be designated Common Shares with a par value of one cent (\$.01).

Article V - Preemptive Rights

Every shareholder, upon the sale for cash of any new stock in this corporation of the same kind, class or series as that which he/she already holds, shall have the right to purchase his/her pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

Article VI - Initial Registered Office and Agent

The street address of the initial registered office of this corporation is 226 Hillcrest Street, Orlando, Florida 32801; and the name of the initial registered agent of this corporation at that address is STEVEN MICHAEL LABRET.

Article VII - Initial Board of Directors

A. This corporation shall have one (1) director(s) initially.

B. The name and address of the initial members of the Board of Directors who shall hold office until their successors are duly elected and have qualified are:

<u>Name</u>	<u>Address</u>
Ludmils Antonos	3088 Downs Cove Road Windermere, Florida 34786

Articles VIII - Incorporator

The name and address of the Incorporator of this corporation is:

<u>Name</u>	<u>Address</u>
Steven M. LaBret	226 Hillcrest Street Orlando, Florida 32801

Articles IX - By-Laws

The power to adopt, alter or repeal by-laws shall be vested in the Board of Directors.

Article X - Indemnification

This corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by the Florida General Corporate Act.

Article XI - Amendment

The 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 shareholder is subject to this reservation.

Article XII - Corporate Office

That principal office of the business is at 1 South Orange Avenue, Suite 102, Orlando, Florida 32801.

IN WITNESS WHEREOF, the undersigned has executed these Articles at Orlando, Florida, this 1 day of October, 1997.

Steven Michael LaBret
STEVEN MICHAEL LABRET

FILED
97 OCT -2 AM 8:26
TAMM THASSE
NOTARY PUBLIC
STATE OF FLORIDA

STATE OF FLORIDA
COUNTY OF ORANGE

The foregoing instrument was acknowledged before me this day of October, 1997, by **Steven Michael LaBret**, who:

- is (or are) personally known to me, or
- has produced _____ as identification and who did (did not) take an oath.

And he acknowledged before me that he read and executed the same and that the facts contained therein are true and correct.

Anna E. Oquendo
NOTARY PUBLIC
My Commission Expires:

ACCEPTANCE BY REGISTERED AGENT

ANNA E. OQUENDO
MY COMMISSION # CO 403422
EXPIRES: August 25, 1998
Bonded Thru Notary Public Underwriters

Having been named as registered agent for the above stated corporation at the place designated in the Articles of Incorporation, I hereby agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

Steven Michael LaBret
STEVEN MICHAEL LABRET
Registered Agent