

P98000041432



THE UNITED STATES CORPORATION COMPANY

ACCOUNT NO. 072100000032

REFERENCE: Patricia Pizzate

AUTHORIZATION :

COST LIMIT : \$ 122.50

ORDER DATE : May 7, 1998

ORDER TIME : 10:11 AM

ORDER NO. : 810174-005

CUSTOMER NO: 7153171

100002515001--1

CUSTOMER: Gregg E. Nicholls, Esq
FRANKLIN & NICHOLLS

Suite 604
3300 N. University Drive
Pompano Beach, FL 33065

DOMESTIC FILING

NAME: LUNA ROSA PRODUCTIONS, 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: Stacy L Earnest

EXAMINER'S INITIALS:

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 MAY -7 PM 1:00

RECEIVED
98 MAY -7 AM 10:39
DIVISION OF CORPORATION

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 MAY -7 PM 1:00

**ARTICLES OF INCORPORATION
OF
LUNA ROSA PRODUCTIONS, INC.**

The undersigned subscribers to these Articles of Incorporation, natural persons competent to contract, hereby form a corporation under the laws of the State of Florida.

ARTICLE I - CORPORATE NAME

The name of the corporation is LUNA ROSA PRODUCTIONS, INC.

ARTICLE II - DURATION

The corporation shall exist perpetually unless dissolved according to Florida law.

ARTICLE III - PURPOSE

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the State of Florida.

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue One thousand shares (1,000) of One Dollar (\$1.00) par value Common Stock, which shall be designated "Common Shares."

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The initial principal office and mailing address of the corporation is:

LUNA ROSA PRODUCTIONS, INC.
901 SE 17th Street, Suite 203
Ft. Lauderdale, FL 33316

The name and street address of the Initial Registered Agent of this corporation is:

Gregg E. Nicholls, CPA
3300 N. University Drive, Suite 604
Coral Springs, FL 33065

ARTICLE VI - INITIAL BOARD OF DIRECTORS

The corporation shall have one (1) director 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 (1). The name and address of the initial director of the corporation shall be:

Karen Belack
901 SE 17th Street, Suite 203
Ft. Lauderdale, FL 33316

ARTICLE VII - INCORPORATORS

The name and address of the incorporator signing these Articles of Incorporation is as follows:

Gregg E. Nicholls, CPA
3300 N. University Drive, Suite 604
Coral Springs, FL 33065

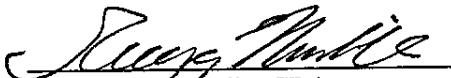
IN WITNESS WHEREOF, the undersigned subscriber(s) have executed these Articles of Incorporation this 1st day of May, 1998.


Gregg E. Nicholls, CPA

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 MAY -7 PM 1:00

REGISTERED AGENT ACCEPTANCE

I hereby acknowledge that I am familiar with and accept the duties of Registered Agent for LUNA ROSA PRODUCTIONS, INC.


Gregg E. Nicholls, CPA

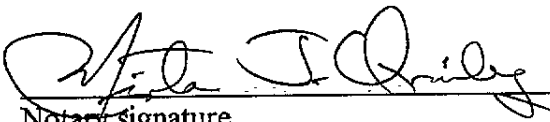
**STATE OF FLORIDA
COUNTY OF BROWARD**

before me, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared:

Gregg E. Nicholls personally known
form of identification

known to me and known to be the person who executed the foregoing Articles of Incorporation, who acknowledged before me that they executed these Articles of Incorporation, that I relied upon the forms of identification of the above named persons as indicated opposite each name, and that an oath was not taken.

Witness my hand and official seal of the County and State last aforesaid this
6th day of MAY, 1998.


Notary signature

MIRTA J. Quilez
Printed notary signature

OFFICIAL NOTARY SEAL
MIRTA J. QUILUZ
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. CC504132
MY COMMISSION EXP. OCT. 23, 1999