

P98000048769

May 20, 1998

Department of State, Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

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-05/28/98--01044--016
*****70.00 *****70.00

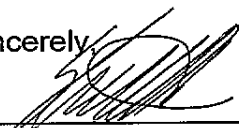
Re: MICHAEL J. ENTERTAINMENT, INC.

Ladies and Gentlemen:

Please find enclosed for filing one original and one copy of the Articles of Incorporation of Michael J. Entertainment, Inc. . Also enclosed is a check in the amount of \$70.00 as the appropriate filing fee.

Please return the copy, stamped to show the date of filing, to the undersigned.

Sincerely,



Scott A. Smith
663 Jamestown Blvd., Unit 1079, Altamonte
Springs, FL 32714

FILED
98 MAY 28 PM 3:26
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Dmc
6-1-98

ARTICLES OF INCORPORATION
OF
MICHAEL J. ENTERTAINMENT, INC.

FILED
98 MAY 28 PM 3:27
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

The name of the Corporation is Michael J. Entertainment, Inc. .

ARTICLE II

The principal place of business and mailing address of this corporation shall be 663 Jamestown Blvd., Unit 1079, Altamonte Springs, FL 32714.

ARTICLE III

The aggregate number of shares which the Corporation has authority to issue is 1,000 shares of common stock with no par value.

ARTICLE IV

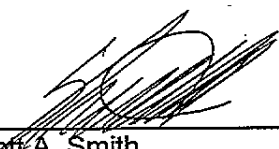
The address of the initial registered office of the Corporation is 663 Jamestown Blvd., Unit 1079, Altamonte Springs, Florida 32714, and the name of the Corporation's initial registered agent for service of process at such address is Scott A. Smith.

ARTICLE V

The name and address of the incorporator to these Articles of Incorporation is:
Scott A. Smith, 663 Jamestown Blvd., Unit 1079, Altamonte Springs, FL 32714.

IN WITNESS WHEREOF, I have hereunto set my hand this 24th day of

MAY, 1998.



Scott A. Smith
663 Jamestown Blvd., Unit 1079, Altamonte
Springs, FL 32714

FILED

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

98 MAY 28 PM 3:27

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of sections 607.0501 or 617.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is: Michael J. Entertainment, Inc. .
2. The name of the registered agent and office is:

Scott A. Smith
663 Jamestown Blvd., Unit 1079, Altamonte Springs, Florida 32714

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.

SIGNATURE _____

DATE _____



The signature is a cursive scribble, and the date is handwritten as 5/24/98.