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TO: DIVISION OF CORPORATIONS
FROM: EMPIRE CORPORATE KIT COMPANY
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NAME: ALY-GATOR PRODUCTIONS, INC.
AUDIT NUMBER.....H98000012015
DOC TYPE.....FLORIDA PROFIT CORPORATION, OR P.A.
CERT. OF STATUS..0 PAGES..... 5
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FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

June 29, 1998

EMIRE

SUBJECT: ALY-GATOR PRODUCTIONS, INC.
REF: W98000014856

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

You must list at least one incorporator with a complete business street address.

If you have any further questions concerning your document, please call (850) 487-6067.

Neysa Culligan
Document Specialist

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

ALY-GATOR PRODUCTIONS, INC.

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

ARTICLE I - NAME

The name of this corporation is ALY-GATOR PRODUCTIONS, INC.

ARTICLE II - NATURE OF BUSINESS

The nature of the business and the objects and purposes to be transacted and carried on are to engage in any and every activity or business as lawfully permitted under the laws of the State of Florida and the laws of the United States of America.

ARTICLE III - CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is one thousand (1000) shares of common stock having no par value.

ARTICLE IV - INITIAL CAPITAL

The amount of capital with which this corporation will begin business is five hundred (\$500.00) dollars.

ARTICLE V - TERM OF EXISTENCE

This corporation shall exist perpetually.

This Document Prepared By:

DEAN F. DiBARTOLOMEC
Attorney at Law
8400 Bird Road
Miami, FL 33155
(Fla. Bar #289728)

H98000012015

H98000012015**ARTICLE VI - INITIAL ADDRESS**

The initial post office address of the principal office of this corporation in the State of Florida is 17494 SW 82nd Court, Miami, Florida 33157.

ARTICLE VII - OFFICERS AND DIRECTORS

This corporation shall have one 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. The name and address of the initial Director and Officer of this corporation is: CUAUHTEMOC RIVERO, 17494 SW 82nd Court, Miami, FL 33157
President and Director

ARTICLE VIII - SUBSCRIBER AND INCORPORATOR

The subscriber and incorporator to these Articles of Incorporation is CUAUHTEMOC RIVERO, 17494 SW 82nd Court, Miami, FL 33157.

ARTICLE IX - BY-LAWS

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

ARTICLE X - AMENDMENTS

Except as otherwise provided hereinabove, these Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by it to the stockholders, and approved at a stockholders meeting by a majority of the stockholders entitled to vote thereon, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

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ARTICLE XI - REGISTERED OFFICE AND AGENT

CUAUHTEMOC RIVERO is hereby designated as Registered Agent for this corporation in the State of Florida for service of process, and 17494 S.W. 82nd Court, Miami, Florida 33157 as the Registered Office.

[Signature]
CUAUHTEMOC RIVERO, as Subscriber
and as Registered Agent

STATE OF FLORIDA)
COUNTY OF DADE)

I HEREBY CERTIFY that on this day before me, a Notary Public duly authorized in the State and County named above to take acknowledgments, personally appeared CUAUHTEMOC RIVERO, to me well known to be the person described in and who executed the foregoing Articles of Incorporation as the Subscriber and as Registered Agent thereof, and acknowledged before me that he executed the same in said capacities and for the purpose intended, and who did take an oath.

WITNESS my hand and official seal at Miami, Dade County, Florida, this 29 day of June, 1998.

[Signature]
Notary Public, State of Florida

My Commission Expires:



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CERTIFICATE DESIGNATING (OR CHANGING) PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

In pursuance with the Florida Statutes, the following is submitted, in compliance with said Act:

First - That ALY-GATOR PRODUCTIONS, INC.
(Name of Corporation)

desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation, at City of MIAMI, County of DADE, State of Florida has named CUAUHTEMOC RIVERO located at 17494 S.W. 82ND COURT, City of MIAMI, County of DADE, State of Florida, as its agent to accept service of process within this state.

ACKNOWLEDGMENT: (MUST BE SIGNED BY DESIGNATED AGENT)

Having been named to accept service of process for the above stated corporation, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.

By: [Signature]
CUAUHTEMOC RIVERO,
Registered Agent

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