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LAW OFFICES
of
JAMES D. LAMPATHAKIS, P.A.

1299 MAIN STREET
SUITE E
DUNEDIN, FLORIDA 34698

JAMES D. LAMPATHAKIS



(813) 736-2000

January 6, 1999

Florida Department of State
Corporation Division Charter Section
409 E. Gaines St.
Tallahassee, Florida 32399

RE: M. B. Productions, Inc.
Articles of Incorporation

Gentlemen:

Enclosed herewith are the proposed Articles of Incorporation relative to the above, together with a check in the amount of \$70.00 for the following fees:

Filing Fee	\$35.00
Registered Agent Fee	<u>\$35.00</u>
TOTAL	\$70.00

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*****70.00 *****70.00

Please file the articles, and return the stamped copy to me at your earliest convenience.

Thank you for your cooperation in this matter. If you should have any questions, please do not hesitate to contact me.

Sincerely,

JAMES D. LAMPATHAKIS, P.A.

JDL
James D. Lampathakis, Esq.

JDL/laf
Enclosure
c:\wpdocs\b\bradley\980106.ltr

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99 JAN 11 AM 9:16
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION
OF

M. B. Productions, Inc.

ARTICLE I - NAME AND ADDRESS

The name and mailing address of the principal office of this Corporation is: M. B. Productions, Inc. 1007 15th Ave. N., St. Petersburg, Florida 33704

ARTICLE II - COMMENCEMENT

This corporation shall commence existing on the date of the filing with the Office of the Secretary of State of Florida.

ARTICLE III - PURPOSE

This Corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE IV. - CAPITAL STOCK

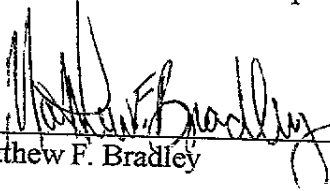
This Corporation is authorized to issue 1,000 shares of One and No/100 Dollars (\$1.00) par value common stock, which shall be designated "Common Stock".

ARTICLE V. - INITIAL REGISTERED OFFICE, AGENT AND ACCEPTANCE

The street address of the initial registered office of this Corporation is 1007 15th Ave. N., St. Petersburg, Florida 33704 and the name of the initial registered agent of this Corporation is Matthew F. Bradley.

ACCEPTANCE

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


Matthew F. Bradley

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TALLAHASSEE, FLORIDA

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have one Director initially. The name and address of said director is:

NAME	ADDRESS
Matthew F. Bradley	1007 15th Ave. N., St. Petersburg, Florida 33704

ARTICLE VII - INCORPORATOR

The name and address of the person signing these Articles is:

NAME	ADDRESS
Matthew F. Bradley	1007 15th Ave. N., St. Petersburg, Florida 33704

IN WITNESS WHEREOF, the undersigned subscriber has executed the Articles of Incorporation this 24 day of November, 1998.

Matthew F. Bradley
Matthew F. Bradley

STATE OF FLORIDA
COUNTY OF PINELLAS

Before me, a Notary Public authorized to take acknowledgements in the State and County set forth above, personally appeared Matthew F. Bradley, known to me and by me to be the person who executed the foregoing Articles of Incorporation, and who has produced Fla. Drivers as identification, # B634-546-61-04 expiring on 01-11-2001 Licence

IT WITNESS WHEREOF, I hereunto set my hand and affixed my official seal in the State and County last aforesaid this 24 day of November, 1998.

(SEAL)

Patricia A. D'Amico
NOTARY PUBLIC, State of Florida

My commission expires:

Printed name



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TALLAHASSEE, FLORIDA