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TALLAHASSEE, FL 32399 CONTACT: RAY STORMONT
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FAX: (305) 541-3770

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NAME: 1562 ENTERTAINMENT PRODUCTIONS, INC.

FAX AUDIT NUMBER:	H96000001823	CURRENT STATUS:	REQUESTED
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ARTICLES OF INCORPORATION

OF

1552 ENTERTAINMENT PRODUCTIONS, INC.

The undersigned, incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, Chapter 607 of the Florida Statutes, hereby adopts the following Articles of Incorporation:

ARTICLES I: NAME OF THE CORPORATION

The name of the corporation is 1552 ENTERTAINMENT PRODUCTIONS, INC., hereinafter referred to as the "Corporation".

ARTICLE II: PRINCIPAL OFFICE AND MAILING ADDRESS

The address of the principal office and the mailing address of the Corporation is at 3576 Sanctuary Drive, Coral Springs, FLORIDA, 33065.

ARTICLE III: DURATION OF THE CORPORATION

The period of duration of the Corporation shall be perpetual unless dissolved according to law.

ARTICLE IV: PURPOSE OF THE CORPORATION

The purpose for which the Corporation is organized is to engage in any and all lawful business for which corporations may be incorporated under Chapter 607, Florida Statute, as amended.

ARTICLE V: AUTHORIZED SHARES

The Corporation is authorized to issue Five Thousand (5,000) shares of common stock with a par value of $1.00 per share. All stock shall be of one class. The Board of Directors may authorize the issuance of such stock to such person(s) upon such terms and for such consideration

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ARTICLES/1552-ENT.INC

(305) 751-8934
Stanley B. Lewis
Tools For Change
6255 NW 7th Avenue
Miami, Florida 33150
... # 0707072

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as they may deem appropriate. The consideration may consist of any tangible or intangible property or benefit to the Corporation, including cash, promissory notes, services performed, promises to perform services evidenced by a written contract, or other securities of the Corporation.

ARTICLE VI: PREEMPTIVE RIGHTS

The Corporation elects to have preemptive rights. Every shareholder, upon the sale for cash of any new or reissued stock of the Corporation, shall have the right to purchase his pro-rata share thereof at the price at which it is offered to others.

ARTICLE VII: INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The street address of the Corporation's initial registered office is 3576 Sanctuary Drive, Coral Springs, FLORIDA, 33065, and the registered agent at that office is ALBERT H. MCGHEE

ARTICLE VIII: INITIAL BOARD OF DIRECTORS

The Corporation shall have one (1) director constituting the initial Board of Directors. The number of directors may be increased or decreased from time to time by the bylaws.

The initial Board of Director of the Corporation shall be comprised of:

ALBERT H. MCGHEE
3576 Sanctuary Drive
Coral Springs, Florida 33065

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ARTICLE IX: INCORPORATOR

The incorporator of the Corporation is as follows:

ALBERT H. MCGHEE
3576 Sanctuary Drive
Coral Springs, Florida 33065

IN WITNESS WHEREOF, I, ALBERT H. MCGHEE, the undersigned incorporator, have signed these Articles of Incorporation on this 6th day of February, 1996 and acknowledged the same to be my act.

Albert H. McGhee
ALBERT H. MCGHEE

STATE OF FLORIDA)
COUNTY OF BROWARD)

The foregoing instrument was sworn to before me this 6th day of February, 1996 by ALBERT H. MCGHEE, who personally appeared before me at the time of notarization, and who is personally known to me or who produced a Florida Driver's License as identification.

OFFICIAL NOTARY SEAL
CLAUDIA DIXON
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. C[illegible]
MY COMMISSION EXP. AUG. 17,1996

NOTARY PUBLIC:

SIGN: Claudia Dixon

PRINT: Claudia Dixon
STATE OF FLORIDA AT LARGE

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

Pursuant to the provisions of Chapters 48.091 and 607.0501 of the Florida Statutes, the following is submitted, in compliance with said Acts:

First--That 1552 ENTERTAINMENT PRODUCTIONS, INC., 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 Coral Springs, County of BROWARD, State of Florida, has named ALBERT H. MCGHEE at 3576 Sanctuary Drive, in the City of Coral Springs, County of BROWARD, State of Florida, as its agent to accept service of process within this state.

-Acceptance of Agent-

ACKNOWLEDGEMENT:

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.

BY: Albert H. McGhee
ALBERT H. MCGHEE

DATE: 2/6/96

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