

Document Number Only

F00000003794

CT Corporation System
660 East Jefferson Street
Tallahassee, FL 32301
Tel 850 222 1092
Fax 850 222 7615
Attn: Jeff Netherton

800003313048--7
-07/05/00--01071--006
*****87.50 *****87.50

CORPORATION(S) NAME

Enteraktion, Inc.

<input checked="" type="checkbox"/> Profit	<input type="checkbox"/> Amendment	<input type="checkbox"/> Merger
<input type="checkbox"/> Nonprofit		
<input checked="" type="checkbox"/> Foreign	<input type="checkbox"/> Dissolution/Withdrawal	<input type="checkbox"/> Mark
	<input type="checkbox"/> Reinstatement	
<input type="checkbox"/> Limited Partnership	<input type="checkbox"/> Annual Report	<input type="checkbox"/> Other
<input type="checkbox"/> LLC	<input type="checkbox"/> Name Registration	<input type="checkbox"/> Change of RA
	<input type="checkbox"/> Fictitious Name	<input type="checkbox"/> UCC
<input checked="" type="checkbox"/> Certified Copy	<input type="checkbox"/> Photocopies	<input checked="" type="checkbox"/> CUS
<input type="checkbox"/> Call When Ready	<input type="checkbox"/> Call If Problem	<input type="checkbox"/> After 4:30
<input checked="" type="checkbox"/> Walk In	<input type="checkbox"/> Will Wait	<input checked="" type="checkbox"/> Pick Up
<input type="checkbox"/> Mail Out		

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FILLIP STATE
SECRETARY OF CORPORATIONS
DIVISION OF CORPORATIONS
00 JUL -6 AM 11:56

Name _____
Availability _____
Document _____
Examiner _____
Updater _____
Verifier _____
Acknowledgement _____
W.P. Verifier _____

07/05/00

RECEIVED
00 JUL -5 AM 11:02
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FL 32301

7/6



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

July 5, 2000

C T CORPORATION SYSTEM

TALLAHASSEE, FL

SUBJECT: ENTERAKTION, INC.
Ref. Number: W00000016928

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DIVISION OF CORPORATIONS
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We have received your document for ENTERAKTION, INC. and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

Please note that we have RETAINED your \$87.50 payment.,

The name designated in your document is not available. Therefore, the corporation must adopt an alternate name for use in the state of Florida. To adopt an alternate name the corporation must submit a corporate resolution by the board of directors adopting the alternate name for use in the state of Florida. Please note the corporate resolution must be signed by the chairman, vice chairman, or an officer of the corporation. The alternate name must contain a corporate suffix. Such suffixes include: Corporation, Corp., Incorporated, Inc., Company, and CO.

Please RETURN ALL DOCUMENTATION to the ATTENTION of the DOCUMENT SPECIALIST indicated.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6914.

Buck Kohr
Corporate Specialist

Letter Number: 300A00037

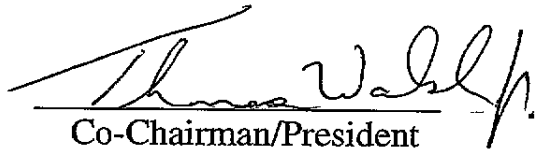
RECEIVED
00 JUL -6 AM 10:14
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

Resolution of Board of Directors

I, the undersigned, Thomas F. Walsh, Jr., do hereby certify that this Resolution of the Board of Directors of Enteraktion, Inc., a corporation duly organized and existing under the laws of the State of Delaware, was duly adopted on June 1, 1991.

Resolved that Enteraktion Inc., organized and existing in the State of Delaware, hereby adopts the name Enteraktion Studios, Inc. for use in Florida.

Dated: July 5, 2000


Co-Chairman/President

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**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO TRANSACT
BUSINESS IN FLORIDA**

*IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO
REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE STATE OF FLORIDA.*

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DEPARTMENT OF STATE
OFFICE OF CORPORATIONS

1. Enteraktion, Inc.
(Name of corporation; must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)
2. Delaware 3. _____
(State or country under the law of which it is incorporated) (FEI number, if applicable)
4. June 1991 5. Perpetual
(Date of incorporation) (Duration: Year corp. will cease to exist or "perpetual")
6. upon qualification
(Date first transacted business in Florida. If corporation has not transacted business in Florida, insert "upon qualification.")
(SEE SECTIONS 607.1501, 607.1502 and 817.155, F.S.)
7. a. 2401 E. Atlantic Blvd. , Suite 410, Pompano Beach, FL33062
(Principal office address)
- b. 2401 E. Atlantic Blvd. , Suite 410, Pompano Beach, FL 33062
(Current mailing address)
8. motion picture, television and internet production
(Purpose(s) of corporation authorized in home state or country to be carried out in state of Florida)
9. **Name and street address of Florida registered agent:** (P.O. Box or Mail Drop Box NOT acceptable)
- Name: CT Corporation System
- Office Address: 1200 South Pine Island Rd.
Plantation, Florida 33324
(Zip code)

10. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, 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 relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

CONNIE BRYAN
SPECIAL ASSISTANT SECRETARY

Connie Bryan
(Registered agent's signature)

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

12. Names and business addresses of officers and/or directors:

A. DIRECTORS

Co-Chairman: Thomas Walsh, Jr.
Address: 2401 E. Atlantic Blvd. , Suite 410
Pompano Beach, FL 33062

Co-Chairman: Ronald Hilton
Address: 2401 E. Atlantic Blvd. , Suite 410
Pompano Beach, FL 33062

Director: Royal Blakeman, Esq.
Address: 108 South Franklin Ave.
Valley Stream, NY 11580-9998

Director: Thomas Walsh, Sr.
Address: 2401 E. Atlantic Blvd. , Suite 410
Pompano Beach, FL 33062

B. OFFICERS

President: Thomas Walsh, Jr.
Address: 2401 E. Atlantic Blvd. , Suite 410
Pompano Beach, FL 33062

Vice President: Adriana Walsh
Address: 2401 E. Atlantic Blvd. , Suite 410
Pompano Beach, FL 33062

Secretary: Royal Blakeman, Esq.
Address: 108 South Franklin Ave.
Valley Stream, NY 11580 - 9998

Treasurer:
Address:

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. Thomas F. Walsh Jr.
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Thomas Walsh, Jr. CO-CHAIRMAN (CEO)
(Typed or printed name and capacity of person signing application)

FILED
DIVISION OF CORPORATIONS
00 JUL -6 AM 11:56

State of Delaware
Office of the Secretary of State

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00 JUL -6 AM 11:56
SECRETARY OF STATE
DIVISION OF CORPORATIONS

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "ENTERAKTION, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE THIRTIETH DAY OF JUNE, A.D. 2000.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.



2265348 8300

001334967

Edward J. Freel

Edward J. Freel, Secretary of State

0533958

AUTHENTICATION:

DATE:

06-30-00