

LOGIN **N9500000932**

SERVICES

Computer • Software • Novell Netware Support / Training

February 14, 1995

Secretary of State
State of Florida
409 East Gaines Street
Tallahassee, FL 32399

ATTENTION: INCORPORATION DIVISION

Re: Nonprofit Articles of Incorporation
Players Products / H.O.C., Inc.

600001408306
-02/14/95--01099--015
****122.50 ****122.50

Gentlemen:

Enclosed herewith please find the following:

1. Nonprofit Articles of Incorporation in duplicate original for the above subject entity.
2. Check in the sum of \$122.50 to cover filing fees.

Please return to this office the Articles of Incorporation as soon as possible.

PLEASE CALL "COLLECT" IF YOU HAVE ANY PROBLEMS WITH THIS FILING.

Sincerely,

LOGIN SERVICES CORPORATION

Rosemary Van

RV/gss
Enclosures

Rosemary Van GAVE

AUTHORIZATION BY PHONE TO

CORRECT Corporate Address

DATE 2/24

DOC. EXAM. 8/16

FILED
95 FEB 24 PM 3:37
SECRETARY OF STATE
TALLAHASSEE, FL

12/95-3777
759, 622, 638, 671

NONPROFIT ARTICLES OF INCORPORATION

OF

PLAYERS PRODUCTION / H.O.C., INC.

FILED
95 FEB 26 PM 3 37
CLERK OF DISTRICT COURT
STATE OF FLORIDA

ARTICLE I - NAME

The name of the corporation is: PLAYERS PRODUCTION / H.O.C., INC.

at 19500 East Oakmont Drive, Miami, FL 33016

ARTICLE II - PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business, including but not limited to:

- a. Promotion and production of community events and activities.
 - b. Develop programs to promote drug-free / crime-free / non-violent communities.
 - c. Cultivate self-help, self-esteem, self-respect programs and activities.
 - d. Pursue its purposes and business in any and all locations foreign and domestic.
 - e. Acquire, own, hold, develop, deal in and with, maintain and operate, unlimitedly, such real and personal property of every kind and description within and without the State of Florida.
 - f. Buy real and personal property of any nature whatsoever.
 - g. Convey, assign, transfer, lease, mortgage, pledge, exchange or otherwise deal with any property.
 - h. Import and export wares, goods and merchandise of any nature whatsoever.
 - i. Carry on all or any of the business of manufacturers, producers, fabricators, processors, distributors, purchasers of products and supplies of every kind character and nature.
 - j. Purchase, hold, transfer or deal in any manner with or in stocks, bonds, obligations, securities or interests of its own or of any other person, firm or corporation.
 - k. Pay cash or issue capital stock, debentures, bonds, mortgages, or other obligations of the corporation for any acquisition by the corporation and for any other lawful purpose.
 - l. Enter into, make and perform contracts of every kind and description with any person, firm or association, corporation and body politic conducive to the attainment of any of the objects or purposes of the corporation.
 - m. Enter into any and all types of agreements relating to financing, factoring and guarantees and to guarantee or secure, in any way, the debts or obligations of any other persons, firms and/or corporations.
 - n. Guarantee performance by any other person and/or entity.
- In general, this corporation may, without restriction, perform any and all acts and functions permitted by law.

ARTICLE III - INITIAL REGISTERED OFFICE AND AGENT

The name and street address of the registered agent of this corporation is:

TERRY ELLIOTT
19500 EAST OAKMONT DRIVE, MIAMI, FL 33016

ARTICLE IV - MANNER OF ELECTION OF DIRECTORS

The manner in which the directors are to be elected shall be stated in the by-laws. The number of directors may be either increased or diminished from time to time by the by-laws but shall never be less than THREE.

ARTICLE V - INCORPORATOR

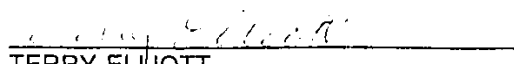
The name and street address of the person signing these articles is:

TERRY ELLIOTT
19500 EAST OAKMONT DRIVE, MIAMI, FL 33016

ARTICLE VI - AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 23RD day of FEBRUARY, 1995.


TERRY ELLIOTT

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

In pursuance with Chapter 48.091 of the Florida Statutes, the following is submitted in compliance with said Act:

FIRST That PLAYERS PRODUCTIONS / H.O.C., INC. desiring to organize under the laws of the State of Florida, with its registered office as indicated in the Articles of Incorporation, in the City of MIAMI, DADE County, State of Florida, has named TERRY ELLIOTT who is located at 19500 EAST OAKMONT DRIVE, MIAMI, FL 33016 as its registered agent to accept service of process within the State.

ACKNOWLEDGMENT

Having been named to accept service of process for the above stated Corporation, at the 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.



TERRY ELLIOTT
REGISTERED AGENT

FILED
95 FEB 21 PM 3 37
CLERK OF DISTRICT COURT
MIAMI, FLORIDA