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LAW OFFICES OF RUSSELL BEYER, P.A.

A PROFESSIONAL ASSOCIATION
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January 19, 2000

VIA U.S. MAIL

Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

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

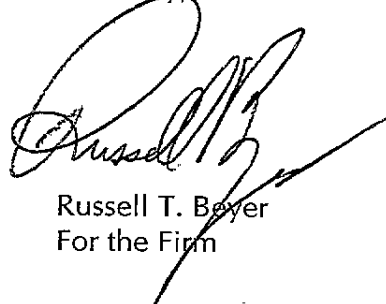
Re: Green Rock Productions, Inc.
Corporate Filing/Profit Corporation

Gentlemen:

On behalf of the above-referenced corporation in formation, please file the enclosed documents with the Florida Secretary of State, Division of Corporations. I have enclosed Articles of Incorporation, Certificate of Designation, and my client's check in the amount of \$70 (payable to "Florida Department of State"). I have also enclosed a self-addressed and stamped envelope for the confirmation of filing.

Thank you for your assistance in this matter. Please feel free to contact my office if you should have any questions or problems.

Sincerely,


Russell T. Beyer
For the Firm

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 JAN 24 PM 5:33

Enclosures

cf 1/28/00

ARTICLES OF INCORPORATION

OF

GREEN ROCK PRODUCTIONS, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

00 JAN 24 PM 5: 33

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

ARTICLE I NAME

The name of the Corporation shall be:

GREEN ROCK PRODUCTIONS, INC.

ARTICLE II PRINCIPAL OFFICE

The principal place of business of this corporation shall be:

8187 N. University Drive, #136
Tamarac, Florida 33321

The mailing address of this corporation shall be:

P.O. Box 770156
Coral Springs, Florida 33077

ARTICLE III CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

ONE THOUSAND (1,000.00) SHARES OF ONE CLASS ONLY NAMELY
COMMON STOCK HAVING A NO PAR VALUE (\$0.00) PER SHARE.

ARTICLE IV INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is:

TED C. APELT
8187 N. University Drive, #136
Tamarac, Florida 33321

ARTICLE V. DIRECTOR(S)

This Corporation shall have one (1) Director initially. The number of Directors of this Corporation may be increased or decreased from time to time pursuant to the Bylaws, but shall never be less than one (1).

ARTICLE VI. INITIAL DIRECTOR

The name and street address of the Initial Director of this Corporation who shall hold office until successor(s) are elected or appointed and shall have been qualified are:

TED C. APELT
8187 N. University Drive, #136
Tamarac, Florida 33321

ARTICLE VII. INCORPORATOR(S)

The names and street addresses of the Incorporator(s) to these Articles of Incorporation are:

TED C. APELT
8187 N. University Drive, #136
Tamarac, Florida 33321

The undersigned has executed these Articles of Incorporation this 14 day of January, 2000.



TED C. APELT, INCORPORATOR

CERTIFICATE OF DESIGNATION

REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is:

GREEN ROCK PRODUCTIONS, INC.

2. The name and address of the registered agent and office is:

TED C. APELT

NAME

8187 N. University Drive, #136

ADDRESS

Tamarac, FL 33321

CITY/STATE/ZIP

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 JAN 24 PM 5:33

SIGNATURE

Ted C. Apelt

TED C. APELT

TITLE INCORPORATOR

DATE January 14, 2000

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.

SIGNATURE:

Ted C. Apelt

TED C. APELT

DATE:

January 14, 2000