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February 3, 2000

Secretary of State
Corporation Division
P.O. Box 6327
Tallahassee, Florida 32314

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-02/14/00--01103--010
*****78.75 *****78.75

Re: Honey Sweet Entertainment, Inc.

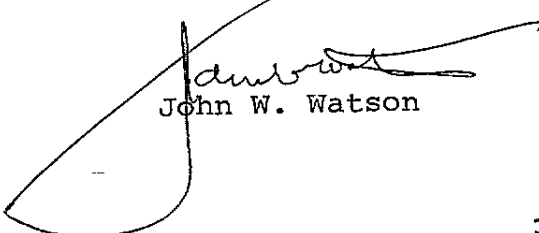
Dear Sirs:

Enclosed please find the proposed Articles of Incorporation of Honey Sweet Entertainment, Inc., which I would appreciate it if you would cause same to be duly filed.

I am herewith enclosing my check payable to Secretary of State in the amount of \$78.75.

Please return the certified copy of the Articles of Incorporation to me at my above address. Thank you for your kind considerations in this matter, I remain.

Yours very truly,


John W. Watson

JWW/mc

Encls.

FILED
00 FEB 14 PM 1:34
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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wc

ARTICLES OF INCORPORATION
OF
HONEY SWEET ENTERTAINMENT, INC.

FILED
00 FEB 14 PM 1:34
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I. NAME

The name of this corporation is HONEY SWEET ENTERTAINMENT, INC.

ARTICLE II. NATURE OF BUSINESS

The corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida, and to provide entertainment services.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 100 shares of common stock with no par value.

ARTICLE IV. INITIAL CAPITAL

The amount of capital with which this corporation will begin business is Five Hundred Dollars (\$500.00).

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually, unless dissolved according to law.

ARTICLE VI. ADDRESS

The initial street address in the State of Florida of the principal office of the corporation is: 8382 S.W. 152nd Avenue #20, Miami, Florida 33193.

RTICLE SEVEN. DIRECTORS

Initially, this corporation shall have one director. The number of directors may be increased or diminished from time to time by By-Laws adopted by the stockholders.

ARTICLE VIII. INITIAL DIRECTORS

The name and post office address of the member of the first Board of Directors is:

Manulani Acosta 8382 S.W. 152nd Avenue #20, Miami, Florida
33193

ARTICLE IX. SUBSCRIBERS

The name and street address of the person signing the Articles of Incorporation as subscriber is: Manulani Acosta, 8382 S.W. 152nd Avenue, #20, Miami, Florida 33193.


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

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

First-That HONEY SWEET ENTERTAINMENT, INC., desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation at the County of Miami-Dade, State of Florida, has named Rosa Acosta located at 4041 S.W. 141 place, Miami, Florida as its agent to accept services of process within this State.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above stated corporation, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.


ROSA ACOSTA
Resident Agent

Dated this 8 day of February, 2000.

Manulani Acosta
Manulani Acosta

STATE OF FLORIDA)
 MIAMI-)
COUNTY OF DADE) SS:

Before me, the undersigned authority, personally appeared Manulani Acosta, to me known to be the person described as subscriber in and who executed the foregoing Articles of Incorporation and acknowledged before me that she subscribed to these Articles of Incorporation.

WITNESS my hand and official seal at Miami, in the County and State above named, this 8 day of February, 2000.

Manulani Acosta
NOTARY PUBLIC
State of Florida at Large

My Commission Expires: July 5, 2002