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

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-03/06/00--01138--005
****131.25 ****87.50

SUBJECT: GreenTree Entertainment Productions Inc
(Proposed corporate name - must include suffix)

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

\$70.00
Filing Fee

\$78.75
Filing Fee
& Certificate

\$122.50
Filing Fee
& Certified Copy

\$131.25
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM: Barrington Green
Name (Printed or typed)

3600 S. State Rd 7 # 372
Address

Miramar FL 33023
City, State & Zip

954 961 1005
Daytime Telephone number

00 MAR -6 AM 11:46
FILED
SECRETARY OF STATE
TALLAHASSEE, FL (904) 493-2000

NOTE: Please provide the original and one copy of the articles.

B-10
AC

ARTICLES OF INCORPORATION
of

GREEN TREE ENTERTAINMENT PRODUCTION, INC

The undersigned subscriber(s) to these Articles of incorporation, Natural person(s) competent to contract, hereby form a corporation under the laws of the State of Florida.

ARTICLE I - CORPORATE NAME

The name of the corporation is: **GREEN TREE ENTERTIANMENT PRODUCTIONS INC**

ARTICLE II - DURATION

This corporation shall exist perpetually unless dissolved according to Florida law.

ARTICLE III - PURPOSE

The corporation may engage in any activity of business permitted under the laws of the United States and in this State. These activities may include, but are not in anywise limited to the operation of the following business:

a) To engage in the business of: record production, promotion,, distribution, performance bookings, and all other activities associated with the entertainment industry, also wholesale and retail sales for any person, firm association, or corporation, without restriction in this State and any other state of the United States.

b) To conduct any and all types of business and operations to have one or more offices/stores in this State and in any other State of the United States.

c) To borrow money and contact debt when necessary in the purchase of, or acquisition of real, personal, intangible property, business right or franchise, or for additional working capital, or for any other object n or about its business or affairs and without limits to amounts, and to secure the payment of money in any lawful manner.

d) To exercise all of the powers which are now, or may hereafter be conferred upon corporations generally by the laws of the United States and of this State.

ARTICLE IV - CAPITAL STOCK

The corporation has one class of stock. Common. The common stock holder is entitled to one vote per share of common stock. There shall be no cumulative voting.

The corporation is authorized to issue ONE HUNDRED shares (100) of Five Dollar(s) (\$ 5.00) par value Common Stock.

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TALLAHASSEE, FLORIDA

ARTICLE IV-A - CAPITAL STOCK

Any shareholder wishing to sell his/her stock must offer the stock to the current shareholders at a reasonable fair market rate and the offer must be refused prior to offering the stock to any outside party.

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The Principal office, if known, or mailing address of the corporation is:

Name: GREEN TREE ENTERTAINMENT PRODUCTIONS, INC.
Address: 3600 South State Road Seven Ste. 372
City: Miramar, FLORIDA Zip: 33023

The name and street address of the Initial Registered Agent of this Corporation is:

Name: Barrington Green
Address: 3600 South State Road Seven Ste 372
City: Miramar FLORIDA Zip: 33023

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have ONE (1) directors initially. The number of directors may be either increased or diminished from time to time by the BY-Laws, but shall never be less than one (1). The names and address of the initial director(s) of the corporation are as follows:

Name: Barrington Green
 Address: 3600 South State Road Seven Ste. 372
 City: Miramar Florida Zip: 33023

Name:
 Address:
 City: Florida Zip:

Name:
 Address:
 City: Florida Zip:

Name:
 Address:
 City: Florida Zip:

ARTICLE VII - INCORPORATORS

The name and address of the incorporator of these Articles of Incorporation is Barrington Green, 3600 State Road Seven Ste.372 Miramar, FL. 33023.

ARTICLE VIII - BYLAWS

The power to adopt, alter, amend or repeal bylaws shall be vested in the Board of Directors and the shareholders.

ARTICLE IX - INDEMNIFICATION

The corporation shall indemnify to the full extent permitted by law, the incorporator, any officer, director, employee, or agent of the corporation, or any former officer, director, employee, or agent of the corporation, or any person who at the request of the corporation is or was serving as a director, officer, employee, or agent of another corporation, partnership, joint venture, trust or other enterprise.

ARTICLE X - FILING STATUS

The corporation shall file as a Sub Chapter S Corporation for federal tax purposes. This status may be changed if a majority vote is gained by the board of directors.

ARTICLE XI - AMENDMENT

This corporation reserves the right to amend or repeal any prior provisions contained in these Articles of Incorporation or any amendments thereto.

IN WITNESS WHEREOF, the undersigned subscriber(s) have executed these Articles of Incorporation this 1st day of March 19 2000

[Signature]

STATE OF FLORIDA)
COUNTY OF Broward) SS

before me, a Notary Public authorized to take acknowledgements in the State and County set forth above, personally appeared
Barrington Green

known to me and known to be the person(s) who executed the foregoing Articles of Incorporation, and who acknowledged before that executed these Articles of Incorporation.

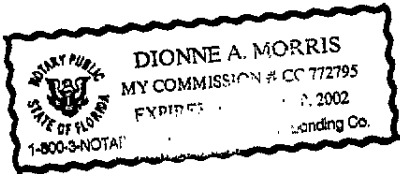
IN WITNESS WHEREOF, I have hereunto affixed my hand and seal, in the State and County aforesaid, this 1st day of March 19 2000.

(notary seal)

Dionne A. Morris

(Notary Public, State of Florida at Large)

My commission Expires: 9/20/2002



GREEN TREE ENTERTAINMENT PRODUCTIONS INC

Subscriber	#of Shares	Consideration
Barrington Green	100 (C)	

ONE HUNDRED SHARES ISSUED AND OUTSTANDING

(C) Common Share
(P) Preferred Share

CERTIFICATE AND ACKNOWLEDGEMENT OF REGISTERED AGENT

CERTIFICATE OF REGISTERED AGENT

OF

GREEN TREE ENTERTAINMENT PRODUCTIONS, INC.

Pursuant to Florida Law Statutes Sections 48.091 and 607.0501, the following is submitted: The above corporation, desiring to organize under the laws of the State of Florida with its registered office as indicated in the Articles of Incorporation

at 3600 South State Road Seven Ste. 372

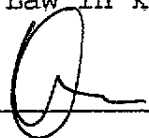
Miramar, Fl. 33023

has named Barrington Green

located at the aforesaid address, as its Registered Agent to accept service of process within this state.

ACKNOWLEDGEMENT

Having been named as registered Agent to accept service of process for the above stated corporation at the place designated in this certificate, and being familiar with the obligations of that position, I hereby accept to act in this capacity, and agree to comply with the provisions of Florida Law in keeping open said office.



(registered agent)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA