

DATE March 21, 2000

SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
P.O. BOX 6327  
TALLAHASSEE, FLORIDA 32314

FILED  
00 MAR 27 PM 1:58  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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\*\*\*\*\*70.00 \*\*\*\*\*70.00

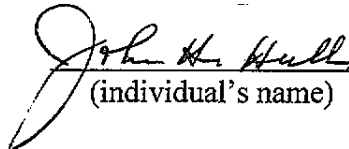
RE: RLS ENTERTAINMENT, INC.

Gentlemen:

Enclosed please find the original and one copy of the Articles of Incorporation, together with my check in the amount of \$70.00.

This represents the cost of the Filing Fees, Certified Copy of Articles of Incorporation and Fee for Registered Agent Designation for the above named corporation.

Very truly yours,

  
(individual's name)

RLS ENTERTAINMENT, INC  
(name of corporation)

MAILING ADDRESS OF CORPORATION

C/O John H. Hull  
5714 Coco Palm Drive  
Fort Lauderdale, Florida 33319

PHONE:

(954)714-3945  
( area code) ( number)

D. BROWN MAR 30 2000

**ARTICLES OF INCORPORATION**  
of

**RLS ENTERTAINMENT, INC.**  
(name of corporation)

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**TALLAHASSEE, FLORIDA**

**ARTICLE I- CORPORATE NAME:**

The name of the corporation is:

**RLS ENTERTAINMENT, INC.**

**ARTICLE II- DURATION:**

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

**ARTICLE III- PURPOSE:**

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

**ARTICLE IV- CAPITAL STOCK:**

The corporation is authorized to issue FIVE HUNDRED shares ( 500 ) of One Dollar(s) (\$1.00 ) par value Common Stock, which shall be designated "Common Shares".

**ARTICLE V- INITIAL REGISTERED OFFICE AND AGENT:**

The street address of the Initial Registered Agent office and the name of the Initial Registered Agent at that office is:

John H. Hull  
5714 Coco Palm Drive  
Fort Lauderdale, Florida 33319

The principal office or the mailing address of the corporation is:

C/O John H. Hull  
5714 Coco Palm Drive  
Fort Lauderdale, Florida 33319

**ARTICLE VI- INITIAL BOARD OF DIRECTORS:**

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

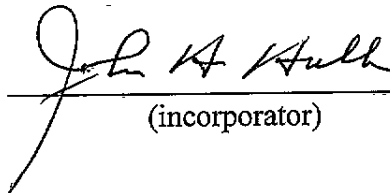
Ronald L. Sauer  
5721 N.E. 21st Road  
Fort Lauderdale, Florida 33308

**ARTICLE VII- INCORPORATORS:**

The names and addresses of the incorporator(s) signing these Articles of Incorporation are as follows.

John H. Hull  
5714 Coco Palm Drive  
Fort Lauderdale, Florida 33319

IN WITNESS WHEREOF, the undersigned subscriber(s) have executed these Articles of Incorporation this 21st day of MARCH, 2000.

  
\_\_\_\_\_  
(incorporator)

**CERTIFICATE AND ACKNOWLEDGMENT  
OF REGISTERED AGENT**

*CERTIFICATE OF REGISTERED AGENT*

OF

RLS ENTERTAINMENT, INC.  
(name of corporation)

Pursuant to the Florida Statutes Sections 48.091 and 607.0501,  
The following is submitted:

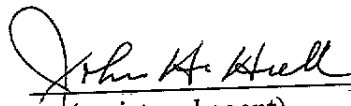
The above corporation, desiring to organize under the laws of  
the State of Florida with its registered office as indicated in the  
Articles of Incorporation

At 5714 Coco Palm Drive  
Fort Lauderdale, Florida 33319

has named John H. Hull located at the aforesaid  
address, as its Registered Agent to accept service of process  
within this state.

*ACKNOWLEDGMENT*

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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