

STEEL HECTOR & DAVIS LLP

Requestor's Name

215 S. MONROE/SUITE 601

Address

TALLAHASSEE 32301 222-2300

City/State/Zip

Phone #

Office Use Only

CORPORATION NAME & DOCUMENT NUMBER (Self-own)

1. AVEX ENTERTAINMENT SYSTEMS, INC.

(Corporation Name)

(Document #)

2. (Corporation Name)

(Document #)

3. (Corporation Name)

(Document #)

4. (Corporation Name)

(Document #)

☒ Walk in

☒ Pick up time 2:00

☒ Certified Copy

☐ Mail out

☐ Will wait

☐ Photocopy

☐ Certificate of State

NEW FILINGS	
XX	Profit
	NonProfit
	Limited Liability
	Domestication
	Other

AMENDMENTS	
	Amendment
	Resignation of R.A., Officer/ Director
	Change of Registered Agent
	Dissolution/Withdrawal
	Merger

OTHER FILINGS	
	Annual Report
	Fictitious Name
	Name Reservation

REGISTRATION/ QUALIFICATION	
	Foreign
	Limited Partnership
	Reinstatement
	Trademark
	Other

FILED  
00 APR 17 PM 1:40  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

RECEIVED  
00 APR 17 AM 10:33  
DEPT. OF REVENUE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

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\*\*\*\*\*78.75 \*\*\*\*\*78.75

IF YOU HAVE ANY QUESTIONS  
REGARDING FILING PLEASE  
CONTACT ELIZABETH AT: 222-2300.  
THANK YOU.

T. SMITH APR 17 2000

Examiner's Initials

**ARTICLES OF INCORPORATION  
OF  
AVEX ENTERTAINMENT SYSTEMS, INC.**

FILED  
00 APR 17 PM 1:40  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLE I - NAME**

The name of the corporation is Avex Entertainment Systems, Inc. (hereinafter called the "Corporation").

**ARTICLE II - PURPOSE**

The Corporation is organized for the purpose of transacting any or all lawful business for corporations organized under the Florida Business Corporation Act of the State of Florida.

**ARTICLE III - CAPITAL STOCK**

The aggregate number of shares which the Corporation shall have the authority to issue is 30,000,000 shares of Common Stock, par value \$.001 per share.

Shares of capital stock of the Corporation that have been issued and subsequently acquired by the Corporation shall constitute issued but not outstanding shares of the same class and series, until canceled or disposed of (whether by resale or otherwise) by the Corporation. If the Corporation cancels any such shares, the canceled shares shall constitute authorized and unissued shares of the same class and shall be undesignated as to series.

**ARTICLE IV - INITIAL REGISTERED AGENT**

The street address of the initial registered office of the Corporation is 920 SW 2<sup>nd</sup> Place, Pompano Beach, Florida 33069 and the name of the initial registered agent of the Corporation at that address is Paul Nizenski.

**ARTICLE V - INITIAL PRINCIPAL OFFICE**

The street address of the initial principal office and mailing address of the Corporation is 920 SW 2<sup>nd</sup> Place, Pompano Beach, Florida 33069.

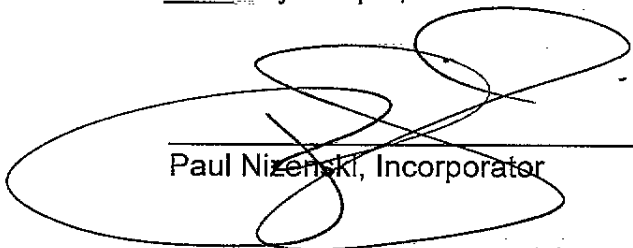
**ARTICLE VI - INITIAL BOARD OF DIRECTORS**

The Corporation shall have one (1) director initially. The number of directors may be either increased or decreased from time to time as provided in the Bylaws of the Corporation, but shall never be less than one. The name and address of the initial director of the Corporation is Paul Nizenski, 920 SW 2<sup>nd</sup> Place, Pompano Beach, Florida 33069.

**ARTICLE VII - INCORPORATOR**

The name and address of the person signing these Articles of Incorporation is Paul Nizenski, 920 SW 2<sup>nd</sup> Place, Pompano Beach, Florida 33069.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 13<sup>th</sup> day of April, 2000.

  
\_\_\_\_\_  
Paul Nizenski, Incorporator

**CERTIFICATE DESIGNATING THE ADDRESS  
AND AN AGENT UPON WHOM PROCESS MAY BE SERVED**

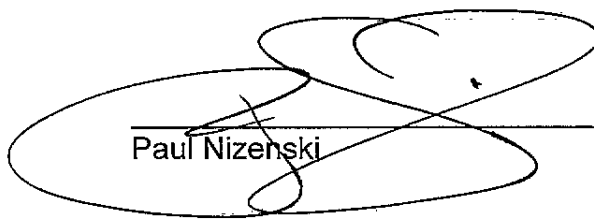
**W I T N E S S E T H:**

Avex Entertainment Systems, Inc., desiring to organize under the laws of the State of Florida, has named Paul Nizenski, located at 920 SW 2<sup>nd</sup> Place, Pompano Beach, Florida 33069, as its agent to accept service of process within this state.

**ACKNOWLEDGMENT:**

Having been named to accept service of process for the above-stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with, and accept the duties and obligations of a registered agent outlined in Section 607.0505, Florida Statutes.

Dated this 13<sup>th</sup> day of April, 2000.

  
Paul Nizenski  
00 APR 17 PM 1:40  
FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA