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ENGLANDER & FISCHER, P

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St. Petersburg, FL 33701

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May 16, 2000

Corporate Records Bureau
Division of Corporations
Department of State
409 East Gaines Street
Tallahassee, FL 32301

500003258955--3
-05/19/00--01036--007
*****78.75 *****78.75

Re: Studio Encanto, Inc.

Dear Sir or Madam:

Enclosed please find the Articles of Incorporation with reference to the above corporation, in duplicate, together with a check in the amount of \$78.75 to cover the minimum charter tax, filing, certified copy and registered agent fees.

Please immediately file the original and return to me a certified copy of the same. Thank you.

Sincerely,



William K. Bennett

WKb:lhq

Enclosures

FILED
00 MAY 19 AM 8:03
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

T. Burch MAY 26 2000

ARTICLES OF INCORPORATION

OF

**STUDIO ENCANTO, INC.
a Florida corporation**

FILED
00 MAY 19 AM 8:04
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

Name

1.1. The name of the corporation is STUDIO ENCANTO, INC.

ARTICLE II

Duration

2.1 This corporation shall have perpetual existence commencing on the date of filing of these Articles of Incorporation with the Department of State of Florida.

ARTICLE III

Purpose

3.1 This corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE IV

Capital Stock

4.1 This corporation is authorized to issue 7500 shares of stock of \$1.00 par value common stock.

ARTICLE V

Preemptive Rights

5.1 Should the capital stock be increased at any time, the stockholders of each class at the time of such increase shall be entitled to a pro-rata share of such increase upon payment for the shares at the price at which the shares are offered to others.

ARTICLE VI

Initial Registered Office and Agent

6.1 The street address of the initial registered office of this corporation is 1185 Seville Lane NE, St. Petersburg, Florida 33704, and the name of the initial registered agent of this corporation is Esther M. Scott.

ARTICLE VII

Principal Office and Mailing Address

7.1 The initial principal office of this corporation is located at 1185 Seville Lane NE, St. Petersburg, Florida 33704, and the corporation's initial mailing address shall be 1185 Seville Lane NE, St. Petersburg, FL 33704.

ARTICLE VIII

Initial Board of Directors

8.1 This corporation shall have four (4) directors.

8.2 The number of directors may be increased or decreased from time to time in accordance with the bylaws, but shall never be less than one (1).

8.3 The name and address of the initial director of this corporation is:

ESTHER M. SCOTT
1185 SEVILLE LANE NE
ST. PETERSBURG, FL 33704

ARTICLE IX

Incorporators

9.1 The name and address of the person signing these Articles is the Corporation's existing shareholder:

**ESTHER M. SCOTT
1185 SEVILLE LANE NE
ST. PETERSBURG, FL 33704**

ARTICLE X

Indemnification

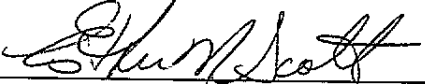
10.1 The corporation shall indemnify its officers, directors and authorized agents for all liabilities incurred directly, indirectly or incidentally to services performed for the corporation, to the fullest extent permitted under Florida law existing now or hereinafter enacted.

ARTICLE XI

Amendment

11.1 This corporation reserves the right to amend or repeal any provisions contained in these Articles, or any amendment to them, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation on 16, 2000.

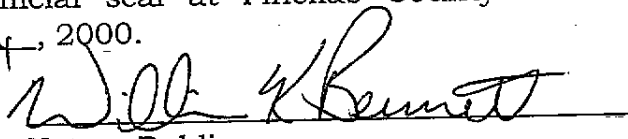
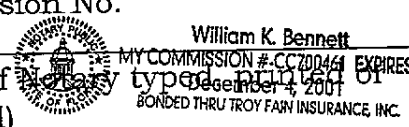

Incorporator

STATE OF FLORIDA §
COUNTY OF PINELLAS §

BEFORE ME, the undersigned authority duly authorized to take acknowledgements and administer oaths, personally appeared Esther M. Scott, who is personally known to me and who did take an oath. Esther M. Scott, who after first being duly sworn, deposes and says that she

has read the foregoing **Articles of Incorporation of Studio Encanto, Inc., a Florida corporation** and the matters and things contained therein are true and correct to the best of her knowledge and belief and that the execution of the foregoing is a free act and deed.

WITNESS my hand and official seal at Pinellas County and State aforesaid, this 16th day of May, 2000.


Notary Public
Commission No.

(Name of Notary typed, printed or stamped)

CONSENT OF REGISTERED AGENT

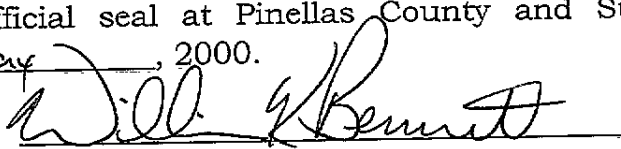
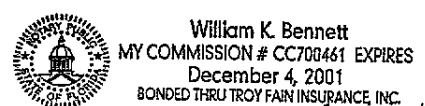
Having been named as Registered Agent for **Studio Encanto, Inc.**, at the registered office designated in the Articles of Incorporation, the undersigned hereby accepts the designation of Registered Agent.



STATE OF FLORIDA §
COUNTY OF PINELLAS §

BEFORE ME, the undersigned authority duly authorized to take acknowledgements and administer oaths, personally appeared Esther M. Scott, who is personally known to me and who did take an oath. Esther M. Scott, who after first being duly sworn, deposes and says that he has read the foregoing **Consent of Registered Agent** and the matters and things contained therein are true and correct to the best of his knowledge and belief and that the execution of the foregoing is a free act and deed.

WITNESS my hand and official seal at Pinellas County and State aforesaid, this 16th day of May, 2000.


Notary Public
Commission No.

(Name of Notary typed, printed or stamped)