

JUN-26-2000 15:26

EMPIRE CORPORATE KIT

P.01/04

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Florida Department of State
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From: Account Name : EMPIRE CORPORATE KIT COMPANY
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FLORIDA PROFIT CORPORATION OR P.A.

J.L.C. ENTERTAINMENT, INC.

Certificate of Status	0
Certified Copy	1
Page Count	04
Estimated Charge	\$78.75

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ARTICLES OF INCORPORATIONOFJ.L.C. ENTERTAINMENT, INC.ARTICLE I - NAME

The name of this corporation is: J.L.C. ENTERTAINMENT, INC.

ARTICLE II - PURPOSES

This corporation is organized for the following purposes:

To do any and all business that is legal in the State of Florida whatsoever.

ARTICLE III - CAPITAL STOCK

This corporation is authorized to issue One Hundred (100) shares of common stock with a nominal or par value of \$10.00 each.

ARTICLE IV - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 1221 Brickell Avenue, Suite 900, City of Miami, County of Dade, State of Florida and the name of the initial registered agent of this corporation at this address is Jose Claudio Ribeiro as its agent to accept service of process within this state.

ARTICLE V - PRINCIPAL OFFICE

The principal office of this corporation is: 1221 Brickell Avenue, #900
Miami, Florida 33131

This document was prepared by BRIAN S. HELLER, ESQ., Florida Bar No. 858277
155 South Miami Avenue, #1100, Miami, Florida 33130 (305) 374-6288 Fax (305) 374-2289

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ARTICLE VI

It is the intention and purpose of the subscribers of these Articles of Incorporation that the stock of this corporation be qualified and subscribed to and sold all in accordance with the provisions of Section 1244 of the Internal Revenue Code, and it is contemplated that the stockholders and officers of this corporation shall adopt such resolutions as are appropriate in order to effectuate the treating of the stock of this corporation under Section 1244 of the Internal Revenue Code.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have five 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. The name and address of the initial directors of this corporation are:

NAME**ADDRESS**

Jose Claudio Ribeiro	8925 Collins Avenue, # 3-F Miami Beach, FL 33154
Jorge Luis Camaraza, Jr.	6865 Bay Drive Miami Beach, FL. 33141
Veronica G. Camaraza	6865 Bay Drive Miami Beach, FL. 33141
Leas Campbell	1901 Brickell Avenue, B-907 Miami, FL. 33129
Deborah Soodhalter	1901 Brickell Avenue, B-907 Miami, FL. 33129

ARTICLE VIII - INCORPORATORS

The name and address of the person signing these articles is:

Jose Claudio Ribeiro, 8925 Collins Avenue, #3F, Miami Beach, FL. 33154

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IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation of J.L.C. Entertainment, Inc. this 26th day of June, 2000.

James A. Davis
SUBSCRIBER

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.


REGISTERED AGENT

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