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RASHEED K IDLETTE
P.O.BOX
ST.PETERSBURG, Florida 33733

August 20, 2000

Secretary of State
Corporation Division
Executive Towers
Tallahassee, FL 32304

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Dear Sir or Madam:

I plan to incorporate a business in Florida. I have enclosed a check to cover the cost/fees required to reserve a corporate name.

The following are my first, second, and third choices for the corporate name:

First choice:	VISUAL ENTERPRISES & CONCEPTS,INC.
Second choice:	CONCEPTS ENTERPRISES OF FLORIDA,INC.
Third choice:	_____

If all of these names are unavailable, please notify me at the address above. Thank you for your assistance in this matter.

Sincerely,



RASHEED K IDLETTE

FILED
00 AUG 31 AM 9:28
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

9-6

Articles of Incorporation
of
VISUAL ENTERPRISES & CONCEPTS, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I.
Name

The name of the Corporation is VISUAL ENTERPRISES & CONCEPTS, INC., hereinafter referred to as the "Corporation."

II.
Purposes

The purpose of the Corporation is to transact any and all lawful business for which corporations may be incorporated under the laws of the State of Florida, as they may be amended from time to time.

III.
Principal Office and Registered Agent

The principal office of the Corporation is _1619 RED CEDAR DRIVE, STE. 14, FT. MEYERS, FL. 33901. The Corporation may maintain offices and/or transact business at other locations, either within or without the State of Florida. The name and address of the registered agent for service of process upon the Corporation is YORUBA S. IDETTE, 1619 RED CEDAR DRIVE, STE. 14, FT. MEYERS, Florida 33901.

IV.
Duration

The duration of the Corporation shall be perpetual.

V.
Initial Business

The initial business of the Corporation shall be: Entertainment and Misc. business adventures.

VI.
Capital Stock

The Corporation is authorized to issue only one class of shares of stock which shall be designated Common Stock. The total number of shares the Corporation shall have authority to issue is 1,000, each share to have a par value of \$ 1.00.

VII.
Incorporators

The names and mailing addresses of the incorporators are:

<u>Incorporator Name</u>	<u>Incorporator Address</u>
Rasheed K.Idette	2315 Central Ave.,Apt.27,Ft.Meyers,Fl.33901
Yoruba S.Idette	1619 Red Cedar Drive.,Apt.14,Ft.Meyers,Fl.33901

VIII.
Directors

The number of directors constituting the initial Board of Directors of the Corporation is: 2. The name(s) and address(es) of the person(s) who is/are appointed to act as the initial director(s) of the Corporation is/are:

<u>Director Name</u>	<u>Director Address</u>
Rasheed K.Idette	2315 Central Ave .,Apt.27.,Ft.Meyers,Fl.33901
Yoruba S.Idette	1619 Red Cedar Drive.,Ft.Meyers,Fl.33901

IX.
No Personal Liability

The private property of the stockholders shall not be subject to the payment of corporate debts.


X.
Operating Provisions

The provisions for the operation, regulations, and management of the business and internal affairs of the Corporation shall be as set forth in the Bylaws, which may be amended from time to time by a majority vote of a quorum of the Board of Directors.

XI.
Fiscal Year

The fiscal year of the Corporation shall be from ____ Jan ____ to ____ Dec ____ of each year.

IN WITNESS WHEREOF, we have hereunto set our hands and seals on this, the ____ day of _____, 2000 ____.



Incorporator

Having been named registered agent and to accept and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as reregistered agent and agree to act in this capacity.



Register Agent

State of Florida

County of Pinellas

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00 AUG 31 AM 9:29

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

BEFORE ME, the undersigned authority, on this day personally appeared _____, known to me to be the person described in, and whose name is subscribed to the foregoing document, who on oath stated to me that he/she executed the same for the purposes and consideration therein expressed.

SUBSCRIBED AND SWORN TO BEFORE ME this the 23rd day of August, 2000.

Alvina Walcott - Alvina L. Walcott
Notary Public in and for the
State of Florida

My Commission Expires:



Alvina L. Walcott
MY COMMISSION # CC814750 EXPIRES
March 7, 2003
BONDED THRU TROY FAIN INSURANCE, INC.

State of Florida

County of Pinellas

BEFORE ME, the undersigned authority, on this day personally appeared _____, known to me to be the person described in, and whose name is subscribed to the foregoing document, who on oath stated to me that he/she executed the same for the purposes and consideration therein expressed.

SUBSCRIBED AND SWORN TO BEFORE ME this the 23rd day of August, 19 2000

Alvina L. Walcott - Alvina L. Walcott
Notary Public in and for the
State of Florida

My Commission Expires:



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