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ACCOUNT NO. : 072100000032

REFERENCE : 848592 169526A

AUTHORIZATION : *Patricia Pigato*

COST LIMIT : \$ 78.75

ORDER DATE : September 29, 2000

ORDER TIME : 1:15 PM

ORDER NO. : 848592-005

3000003410019--9

CUSTOMER NO: 169526A

CUSTOMER: Amy Valiente, Legal Asst
Manguart & Associates, P.a.

Main Floor
1428 Brickell Avenue
Miami, FL 33131

DOMESTIC FILING

NAME: TICKETX INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP
 ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Jeanine Reynolds - EXT. 1133
EXAMINER'S INITIALS:

FILED
RECEIVED
DIVISION OF STATE
CORPORATIONS
00 SEP 29 PM 4:20

RECEIVED
00 SEP 29 PM 2:30
DIVISION OF CORPORATION
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ARTICLES OF INCORPORATION
OF
TICKETX INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

00 SEP 29 PH 4:20

ARTICLE I - NAME AND ADDRESS

The name and mailing address of the Corporation is TICKETX INC. and 3240 Mary Street, #S307, Coconut Grove, FL 33133, respectively.

ARTICLE II - DURATION

The Corporation shall have a perpetual existence.

ARTICLE III - PURPOSE

The purpose of this Corporation is to engage in any activities or business permitted under the Laws of the United States and Florida.

ARTICLE IV - CAPITAL STOCK

The maximum number of shares which this Corporation is authorized to have outstanding at any time is 1,000 shares of common stock having a one dollar (\$1.00) par value per share.

ARTICLE V - INITIAL REGISTERED
OFFICE AND AGENT

The initial registered office of this Corporation shall be 338 West McIntyre Street, Key Biscayne, FL 33149, and the initial registered agent of this Corporation at such office shall be Anthony M. Manguart, who upon accepting this designation agrees to comply with the provisions of Section 48.091, Florida Statutes as amended from time to time, with respect to keeping an office open for service of process, and with the provisions of Section 607.0505, Florida Statutes, as amended from time to time, with respect to his duties as registered agent.

ARTICLE VI- INITIAL BOARD OF DIRECTORS

The initial Board of Directors shall consist of two members. The number of directors may be increased or decreased from time to time by vote of the stockholders, but in no case shall the number of directors be less than two nor more than ten. The names and addresses of the directors constituting the initial Board of Directors are:

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CORPORATIONS

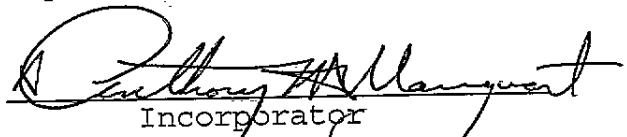
00 SEP 29 PM 4:21

<u>Name</u>	<u>Address</u>
Anthony M. Manguart	338 West McIntyre Street Key Biscayne, FL 33149
Alex F. Calle	3240 Mary Street, #S307 Coconut Grove, FL 33133

ARTICLE VII - INCORPORATOR

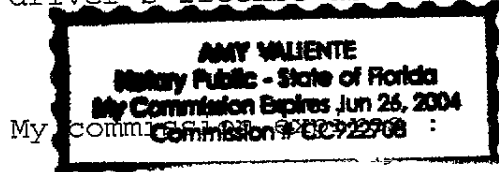
The name and street address of the person signing these Articles of Incorporation is:

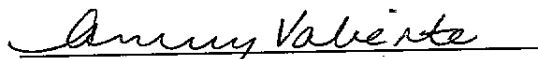
<u>Name</u>	<u>Address</u>
Anthony M. Manguart	338 West McIntyre Street Key Biscayne, FL 33149


Incorporator

STATE OF FLORIDA)
) SS:
COUNTY OF DADE)

The foregoing Articles of Incorporation of TICKETX INC. were acknowledged before me this 27th day of September, 2000, by Anthony M. Manguart, as Incorporator, who produced his Florida driver's license as identification, but did not take an oath.

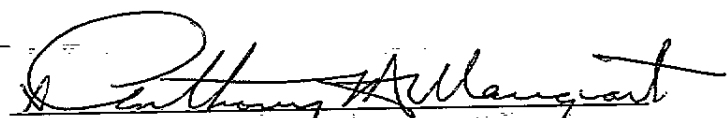



Notary Public

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for TICKETX INC. at the place designated in the Articles of Incorporation, Anthony M. Manguart agrees to comply with the provisions of Section 48.091 relative to keeping open such office, and states that he is familiar with, and accepts, the obligations provided for in Section 607.0505.

Date: 9/27/00


Anthony M. Manguart