

P00000/00599

Florida Department of State
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FLORIDA PROFIT CORPORATION OR P.A.

schife entertainment, inc.

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**ARTICLES OF INCORPORATION FOR
SCHIEF ENTERTAINMENT, INC.**

The undersigned Incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation:

ARTICLE I - NAME

The name of the Corporation shall be: SCHIEF ENTERTAINMENT, INC.

ARTICLE II - DURATION

The duration of this corporation is perpetual.

ARTICLE III - PURPOSE

The purpose for which this Corporation is organized is any and all lawful business for which Corporations may be incorporated under the Florida General Corporation Act.

ARTICLE IV - PRINCIPAL OFFICE

The principal place of business and mailing address of this Corporation shall be:

1466 7th Street
West Palm Beach, FL 33401

ARTICLE V - DIRECTORS

The name and street addresses of the initial directors are:

Corey R. Williams
800 Henrietta Avenue
West Palm Beach, FL 33401

Ian B. Lewis
1466 7th Street
West Palm Beach, FL 33401

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ARTICLE VI - SHARES

The number of shares of stock that this Corporation is authorized to have outstanding at any one time is : 1,000 shares of Class A common voting stock at no par value per share.

ARTICLE VII - INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

IAN B. LEWIS
1466 7th Street
West Palm Beach, FL 33401

ARTICLE VII - INCORPORATOR

The name and street address of the Incorporator to these Articles of Incorporation is:

Roland Anthony Ulloa, Esquire
1818 South Australian Avenue
Suite 102
West Palm Beach, FL 33409

ARTICLE IX - BY-LAWS

The By-Laws of the Corporation shall be initially adopted by Board of Directors, and may be changed or repealed by the affirmative vote of a majority of the shareholders at any meeting.

Dated this 20 day of October 2000


ROLAND ANTHONY ULLOA, ESQUIRE

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**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR
DOMICILE OF PROCESS WITHIN THIS STATE NAMING
AGENT UPON WHOM PROCESS MAY BE SERVED**

The following is submitted pursuant to Section 48.09 (1) and Section 607.034, Florida Statutes.

SCHIFE ENTERTAINMENT, INC. desiring to organize under the laws of the State of Florida, has named IAN B. LEWIS, as its initial registered agent to accept service of process within the State.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above-styled corporation, at the above stated office within this State, I hereby accept to act in this capacity and agree to comply with the provisions of said statute relative to keeping the registered office of the corporation open from 10:00 a.m. to noon each day, except Saturdays, Sundays and legal holidays, and to post herein a sign designating the name of the corporation and the name of its registered agent.

Dated this 23 day of October, 2000.

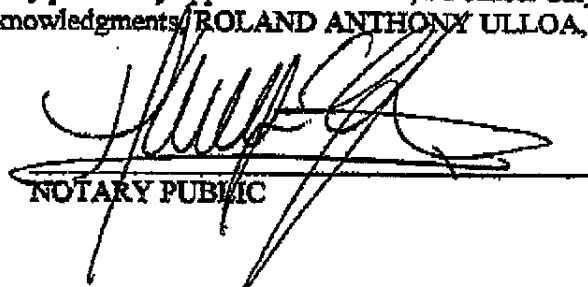

IAN B. LEWIS

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STATE OF FLORIDA
COUNTY OF PALM BEACH

I HEREBY CERTIFY that on this day personally appeared before me, an officer duly authorized to administer oaths and take acknowledgments, ROLAND ANTHONY ULLOA, who is well known to me.



NOTARY PUBLIC

My Commission Expires
(SEAL)



Mario F. Teperino
MY COMMISSION # CC955482 EXPIRES
May 10, 2004
BONDED THRU TROY FARM INSURANCE, INC

This instrument was prepared by:

ROLAND ANTHONY ULLOA, ESQUIRE
Florida Bar No.: 309214
1818 South Australian Avenue - Suite 102
West Palm Beach, FL 33409
561/655-6615/FAX 561/682-3555

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CERTIFIED OF DESIGNATION REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the Florida, submits the following statement in designating the registered office/registered agent, in the Florida.

First that Ian B. Lewis

desiring to organize under the laws of the State of Florida

with its principal office, as indicated in the articles of incorporation has

named : Schife Entertainment, Inc.

located at : 1466 7th Street

City of : West Palm Beach County of : Palm Beach State of Florida,

as its agent to accept service of process within this state.

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

SIGNATURE


REGISTERED AGENT

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