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INTERNATIONAL ADMINISTRATIVE SERVICES, INC.

230 Crown Oak Centre Drive
Longwood, Florida 32750

Gavin M. Ganzkow
Corporate Counsel

Telephone: 407-332-7754
Facsimile: 407-332-9329

Division of Corporations
Department of State
P.O. Box 6327
Tallahassee, FL 32314

December 11, 2000

Re: New Millennium Entertainment, Inc.

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-12/13/00--01078--001
*****78.75 *****78.75

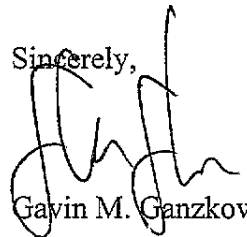
Dear Sir or Madam:

Enclosed are the signed original and one signed copy of the Articles of Incorporation of the above-referenced corporation. I have also enclosed a check in the amount \$78.75 as the filing fee for: (i) the articles of incorporation; and (ii) designation and acceptance by the registered agent of the corporation.

Please process the filing at your earliest opportunity and return a filed copy of the articles of incorporation to the attention of the undersigned.

Thank you for your assistance. Please call me should you have any questions with respect to any of the enclosed documents.

Sincerely,


Gavin M. Ganzkow

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

00 DEC 13 AM 9:04

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ARTICLES OF INCORPORATION
OF
NEW MILLENNIUM ENTERTAINMENT, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

Name, Address and Duration

The name of the Corporation is New Millennium Entertainment, Inc. The address of the principal office of this Corporation is 183 Lakebreeze Circle, Lake Mary, Florida 32746 and the mailing address of the Corporation is the same. The duration of the Corporation is perpetual.

ARTICLE II

Registered Office and Agent

The address of the registered office in the State of Florida is 235 Bald Eagle Run in the City of Lake Mary, County of Seminole. The name of the registered agent at such address is Sheila B. Bono.

ARTICLE III

Corporate Purposes, Powers and Rights

1. The nature of the business to be conducted or promoted and the purposes of the Corporation are to engage in any lawful act or activity for which corporations may be organized under the Florida Business Corporation Act.

2. In furtherance of its corporate purposes, the Corporation shall have all of the general and specific powers and rights granted to and conferred on a corporation by the Florida Business Corporation Act.

ARTICLE IV

Capital Stock

The total number of shares of capital stock which the Corporation has the authority to issue is one hundred (100) shares of common stock ("Common Stock"), \$1 par value per share.

ARTICLE V

Incorporator

1. The name and mailing address of the incorporator of this Corporation is as follows:

<u>Name</u>	<u>Address</u>
Gavin M. Ganzkow	230 Crown Oak Centre Drive Longwood, Florida 32750

2. The powers of the incorporator shall terminate upon the filing of the Articles of Incorporation of the Corporation with the office of the Secretary of State of the State of Florida.

ARTICLE VI

Board of Directors

1. All corporate powers shall be exercised by or under the authority of, and the business and affairs of the Corporation shall be managed under the direction of, the Board of Directors, except as otherwise herein provided or as reserved to the holders of Common Stock.

2. The number of Directors constituting the initial Board of Directors shall be two. The number of members of the Board of Directors may be fixed or changed from time to time by resolution of the Board of Directors.

ARTICLE VII

Records

The books of the Corporation may be kept (unless prohibited by law) outside the State of Florida, at such place or places as may be designated from time to time by the Board of Directors or in the By-Laws of the Corporation.

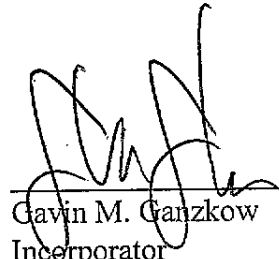
ARTICLE VIII

Amendment

The Corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation, in the manner now or hereafter prescribed by statute.

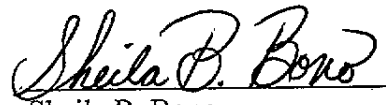
The undersigned, for the purpose of forming a corporation under the laws of the state of Florida, does make, file and record these Articles of Incorporation.

Dated this 11 day of December, 2000.


Gavin M. Ganzkow
Incorporator

ACCEPTANCE OF REGISTERED AGENT

I, Sheila B. Bono, designated as the Registered Agent of New Millennium Entertainment, Inc. in the above and foregoing Articles of Incorporation, hereby state that I am familiar with and accept the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.


Sheila B. Bono
Registered Agent

Dated this 11 day of December, 2000.

FILED
00 DEC 13 AM 9:04
SECRETARY OF STATE
TALLAHASSEE, FLORIDA