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FILED
00 DEC 26 AM 8:12
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Requester's Name _____

Address _____

City/State/Zip _____ Phone # _____

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. _____ (Corporation Name) _____ (Document #) **700003500947--4**
 -12/14/00--01022--004
 *****78.75 *****78.75

2. _____ (Corporation Name) _____ (Document #)

3. _____ (Corporation Name) _____ (Document #)

4. **Rosalba King**
1595 Semshine Tree Blvd

Copy
 Photocopy
 Certificate of Status

NEW FILINGS

- Profit
- Not for Profit
- Limited Liability
- Domestication
- Other

AMENDMENTS

- Amendment
- Resignation of R.A., Officer/Director
- Change of Registered Agent
- Dissolution/Withdrawal
- Merger

OTHER FILINGS

- Annual Report
- Fictitious Name

REGISTRATION/QUALIFICATION

- Foreign
- Limited Partnership
- Reinstatement
- Trademark
- Other

W-29710
12-20
12-27

Examiner's Initials

7



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

FILED
00 DEC 26 AM 8:12
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

December 20, 2000

ROSALIE KING
1595 SUNSHINE TREE BLVD.
LONGWOOD, FL 32779

SUBJECT: KING PRODUCTIONS.CC
Ref. Number: W00000029710

We have received your document for KING PRODUCTIONS.CC and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

We regret that we were unable to contact you by phone. Please return the corrected document with a letter providing us with an address and telephone number where you can be reached during working hours.

The corporate name must contain a suffix that will clearly indicate that it is a corporation. Such suffixes include: CORPORATION, CORP., COMPANY, CO., INC., and INCORPORATED.

The document must state the number of shares of authorized stock.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6929.

Joey Bryan
Document Specialist

Letter Number: 100A00063772

ROSALIA KING
1595 SUNSHINE TREE BOULEVARD
LONGWOOD, FL 32779-7028

OFFICE: 407-682-4027
MOBILE: 407-920-1510

FACSIMILE: 407-682-3947
E-Mail: kingproduct10534@aol.com

December 23, 2000

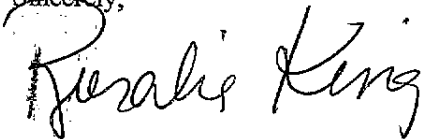
Florida Department of State
ATTN: Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Re: Incorporation of King Productions.cc

Dear Mr. Bryan:

Per your letter dated December 20, 2000, the corrections to our partition for incorporation has been corrected and returned.

Sincerely,

A handwritten signature in cursive script that reads "Rosalia C. King". The signature is written in black ink and is positioned below the word "Sincerely,".

Rosalia C. King

Articles of Incorporation

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Article I - Name

The name of this corporation is **King Productions.cc, Inc.** with it's principle and mailing address being

1595 Sunshine Tree Boulevard
Longwood, Florida 32779

Article II - Duration

This corporation shall exist perpetually, unless sooner dissolved according to law.

Article III - Purpose

This corporation is organized for the following purpose

To act as a multi-facet entity engaged in e-commerce marketing, on-line business services, and management or sponsorship of other business entities, including musical and entertainment groups. The corporation shall be empowered to buy and sell commercial paper and collateral; consummate and collect loans; own, manage and lease real estate and for the purpose of transacting any or all other lawful business permitted under the laws of the United States of America and the State of Florida.

Article IV - Capital Stock

There shall be 100 shares of initial authorized stock

Section 1. Dividends

Not Applicable

Section 2. Rights Upon Liquidation or Dissolution

Not Applicable

Section 3. Voting Rights

Not Applicable

Article VI - Designation of Series

Not Applicable

Article VII - Preemptive Rights

Not Applicable

Article IX - Initial Board of Directors

This corporation shall have three 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 names and addresses of the initial directors of this corporation are:

Article X - Incorporator

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

ROSALIA KING
1595 Sunshine Tree Boulevard
Longwood, FL 32779

Article XI - By-Laws

The power to adopt, alter, amend or repeal by-laws shall be vested in the Board of Directors and the shareholders, if any.

Article XII - Restrictions on Transfer of Stock

Not Applicable

Article XIII - Cumulative Voting

Not Applicable

Article XIV - Calling of Special Meetings

Not Applicable

Article XV - Shareholder Quorum and Voting

Not Applicable

Article XVI - Approval of Shareholders Required For Merger

Not Applicable

Article XVII - Right of Shareholders to Dissent

Not Applicable

Article XVIII - Management of Corporation By Shareholders

Not Applicable

Article XIX - Powers

This corporation shall have the corporate power

- (a) To have perpetual succession by its corporate name unless a limited period of duration is stated in its articles of incorporation.
- (b) To sue and be sued, complain, and defend in its corporate name, in all actions or proceedings.
- (c) To have a corporate seal, which may be altered at pleasure, and to use the same by causing it or facsimile there-of, to be impressed, affixed, or in any other manner reproduced.
- (d) To purchase, take, receive, lease, or otherwise acquire, own, hold, improve, use and otherwise deal in and with real or personal property or any interest therein, wherever situated.
- (e) To sell, convey, mortgage, pledge, create a security interest in, lease, exchange, transfer, and otherwise dispose of all or any part of its property and assets.

- (f) To lend money to, and use its credit to assist its officers and employees in accordance with 607.141

- (l) To lend money for its corporate purposes, invest and reinvest its funds, and take and hold real and personal property as security for the payment of funds so loaned or invested.
- (j) To conduct its business, carry on its operations, and have offices and exercise the powers granted by this act within or without this state.
- (k) To elect or appoint officers and agents of the corporation and define their duties and fix their compensation.
- (l) To make and alter by-laws, not inconsistent with its articles of incorporation or within the laws of this state, for the administration and regulation of the affairs of the corporate.
- (m) To make donations for the public welfare or for charitable, scientific, or educational purposes.
- (n) To transact any lawful business which the board of directors shall find to be in aid of governmental policy.
- (o) To pay pension and establish pension plans, profit sharing plans, stock bonus plans, stock option plans, and other incentive plans for any or all of its directors and employees of its subsidiaries.
- (p) To be a promoter, incorporator, partner, member, associate, or manager of any corporation, partnership, joint venture, trust or other enterprise.
- (q) To have and exercise all powers necessary or convenient to effect its purposes.

Article XX - Directors Compensation

To be determined at a later date

Article XXI - Reduction in Stated Capital

The stated capital of this corporation shall not be reduced by action of the Board of Directors where such reduction is not accompanied by an action requiring or constituting an amendment of the articles of incorporation.

Article XXII - Indemnification

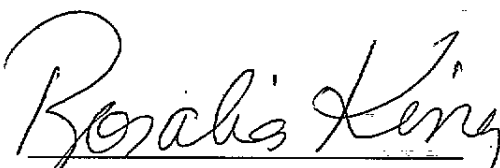
The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law. The private property of the stockholders shall not be subject to the payment of the corporate debt in any extent what ever. The corporation shall have a first lien on the shares of its members and upon the dividends due them for any indebtedness of such members of the corporation.

Article XXIII - Amendment

This corporation reserves the right to amend or repeal any provisions contained in these articles of incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

In Witness Whereof, the undersigned subscriber has executed these articles of incorporation this

23 Day of December 2000 AD


Rosalia King

Certificate designating (or changing) place of business or domicile for the service of process within this State. Naming agent upon whom process may be served.

Rosalia King

In pursuance with chapter 48.091, Florida Statutes, the following is submitted, in compliance with said act:

King Productions.cc, Inc.

And desiring to organize under the laws of the State of Florida, with its' principle office, as indicated in the articles of incorporation at the City of Longwood, in the County of Seminole, and State of Florida, has named

Rosalia King

located at

1595 Sunshine Tree Boulevard
Longwood, FL 32779

State of Florida as its agent to accept service of process within this state

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.

Rosalia King

State of Florida

County of Seminole

Before me, a notary public authorized to take acknowledge in the State and County set forth above, personally appeared ROSALIA KING, known to me to be the person who executed the foregoing articles of incorporation, and she acknowledged before me that she executed those articles of incorporation.

In Witness Whereof, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 23 day of December 2000.



Notary Public State of Florida

My Commission Expires:

Notary Public State of Florida
MARIA C. OKROS
Commission # CC738140
Expires 5/31/2002

00 DEC 26 AM
SECRETARY OF
TALLAHASSEE, FL
FILE