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ECKERT, BENSON & ASSOCIATES

A PROFESSIONAL ASSOCIATION

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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W. KELSEA ECKERT
Licensed in Florida & Illinois

CHRISTINE R. BENSON
Licensed in Florida & Illinois

GREGORY L. BERNSTEIN
Licensed in Florida & Ohio

January 18, 2001

Office of the Secretary of State
Post Office Box 6327
Tallahassee, FL 32314

Re: A.M.T. Studios, Inc., a Florida Corporation

Dear Sir/Madam:

Enclosed are an original and one copy of the Articles of Incorporation of A.M.T. Studios, Inc., a Florida Corporation, together with our check in the amount of \$78.75 representing the filing fee and fee for a certified copy. Please file the enclosed Articles of Incorporation and return a certified copy of the documents to us.

Thank you for your assistance.

Very truly yours,

ECKERT, BENSON & ASSOCIATES, P.A.


W. KELSEA ECKERT

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-01/23/01--01095--005
*****78.75 *****78.75

WKE/lah
Enclosures

STATE OF FLORIDA
ARTICLES OF INCORPORATION OF
A.M.T. STUDIOS, INC.
A FLORIDA CORPORATION

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The name of the corporation is **A.M.T. STUDIOS, INC.**, and the business and mailing address of the corporation is 1670 Wells Road, #106, Orange Park, Florida 32073.

The corporation has been organized to transact any and all lawful business for which corporations may be incorporated in this state.

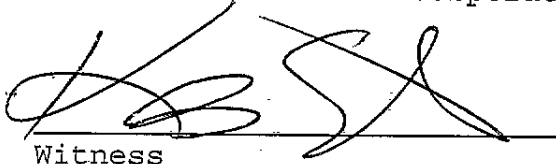
The aggregate number of shares which the corporation shall have the authority to issue is 1,000 common shares which carry all voting rights.

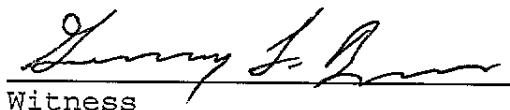
The location and street address of the initial registered office is 1670 Wells Road, #106, Orange Park, Florida 32073, and the name of the initial registered agent at such address is **MELISSA EBERHARDT**.


The name and address of the incorporator is:

MELISSA EBERHARDT
1670 Wells Road, #106
Orange Park, Florida 32073

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 18 day of January, 2001.


Witness

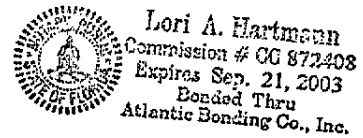

Witness


MELISSA EBERHARDT

STATE OF FLORIDA
COUNTY OF CLAY

SWORN AND SUBSCRIBED before me this 18th day of January, 2001,
personally appeared, **MELISSA EBERHARDT**, who is personally known to
me or who presented a Florida Drivers License as identification.


Notary Public



I, MELISSA EBERHARDT, hereby give my consent to serve as the registered agent for A.M.T. STUDIOS, INC.

Dated this 18 day of January, 2001.

Melissa S Eberhardt
MELISSA EBERHARDT

STATE OF FLORIDA
COUNTY OF CLAY

SWORN AND SUBSCRIBED before me, this 18th day of January, 2001, personally appeared, MELISSA EBERHARDT, who is personally known to me or who presented a Florida Drivers License as identification.

Lori A. Hartmann

Notary Public



Lori A. Hartmann
Commission # CC 872408
Expires Sep. 21, 2003
Bonded Thru
Atlantic Bonding Co., Inc.

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CLERK OF STATE
TALLAHASSEE, FLORIDA