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CREDIT FIX USA

Credit Restoration Specialists

8500 S.W. 8 Street, Suite 204
Miami, Florida 33144, U.S.A.

Ph. (305) 261-8000
Fax (305) 261-9000

January 31, 2001

Florida Department of State
Secretary of State
Division of Corporations
409 East Gains Street
Tallahassee, FL 32399

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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To Whom It May Concern:

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****157.50 *****78.75

Enclosed please finds the following documents:

1. Original Articles of Corporation for HARBOR LIGHTS PRODUCTIONS, INC.
2. Original Articles of Corporation for DONALDO WHYTE, INC.
3. Check #6997 on the amount of \$157.50, a appropriate fee.

If you have any question, please do not hesitate to call us at (305) 261-8000.

Truly yours,

CREDIT FIX

3 ENCLOSURES

F. CHESTER FEB 6 2000

"KNOWLEDGE AND EXPERIENCE ARE OUR SECRET WEAPONS" ✓

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
of
DONALDO WHYTE, INC.

The undersigned person, acting as incorporator of a corporation organized under the laws of Florida, hereby adopt the following Articles of Incorporation:

ARTICLE I
CORPORATE NAME

The name of this corporation is: **DONALDO WHYTE, INC.**

ARTICLE II
SHARES

The total number of shares which the corporation shall have authority to issue is 1000, shares of par value With a par value of \$ 1.00 per share.

ARTICLE III
REGISTERED OFFICE AND AGENT

The street address of the corporation's initial registered office and the name of its initial registered agent at such addresses is:

DONALDO WHYTE
2220 NE 1th AVENUE
POMPANO BEACH, FL 33060
BROWARD COUNTY

THE PRINCIPAL ADDRESS IS THE SAME.

ARTICLE IV
PURPOSE

The purpose of the corporation is to engage in any lawful activity permitted by the laws of this state.

**ARTICLE V
DIRECTORS**

The names and residence addresses of the persons constituting the initial board of directors are:
DONALDO WHYTE
2220 NE 1th AVENUE
POMPANO BEACH, FL 33060
BROWARD COUNTY

After the initial board of directors, the board shall consist of such number of directors as shall be determined by the shareholders from time to time at each annual meeting at which directors are to be elected.

CERTIFICATION

I certify that I have read the above Articles of Incorporation and that they are true and correct to the best of my knowledge.



DONALDO WHYTE
2220 NE 1th AVENUE
POMPANO BEACH, FL 33060
BROWARD COUNTY

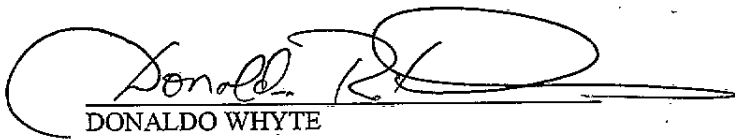
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TALLAHASSEE, FLORIDA

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ACCEPTANCE OF REGISTER AGENT

The undersigned hereby accepts appointment as initial register agent of the above Corporation.



DONALDO WHYTE