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DAVID M. LANDIS
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February 27, 2001

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PD1000023089

DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
P O BOX 6327
TALLAHASSEE FL 32314-6327

Re: ERIS Productions, Inc.

Dear Sir or Madam:

I enclose the original and one copy of the Articles of Incorporation for ERIS Productions, Inc. and the Certificate Designating Place of Business or Domicile for the Service of Process, along with this firm's check in the amount of \$78.75 in payment of the following fees:

Filing Fee	\$35.00
Registered Agent Fee	35.00
Certified Copy	8.75
TOTAL:	\$78.75

Please return the certified copy to the attention of the undersigned once the Articles have been filed. Thank you for your assistance in this matter.

Very truly yours,

Karen Wankelman

Karen W. Wankelman

JRL:nd

cc: Kimberly Simeone Jafet (w/encl.)

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FILED
01 MAR - 1 AM 10:51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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(5)

ARTICLES OF INCORPORATION

OF

ERIS PRODUCTIONS, INC.

FILED
01 MAR -1 AM 10:51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

The name of this Corporation is ERIS Productions, Inc.

ARTICLE II

The Corporation may engage in any and all lawful businesses for which corporations may be incorporated under Chapter 607, Florida Statutes. While pursuing its purposes, the Corporation may exercise the powers granted now or in the future by Chapter 607, Florida Statutes, and by common law.

ARTICLE III

The aggregate number of shares which the Corporation shall have the authority to issue shall be 100 shares of common stock. Each of such shares shall have a par value of \$1.00 per share.

ARTICLE IV

The street address of the place of business of the Corporation is 4945 Sarazen Drive, Hollywood, Florida 33021. The address of the initial registered office maintained pursuant to Section 607.0501 F.S. is 225 East Robinson Street, Suite 600, Orlando, Florida 32801, and the name of the Corporation's initial registered agent to receive service of process is Karen W. Wankelman, Esq..

ARTICLE V

The number of Directors constituting the initial Board of Directors is two (2). The number of Directors may be changed by Resolution of the Directors as provided in the Bylaws. The names and addresses of the Directors are:

Name

Address

Fabio Jafet

4945 Sarazen Drive
Hollywood FL 33021

Kimberly Simeone Jaffet

4945 Sarazen Drive
Hollywood FL 33021

ARTICLE VI

The name and address of the incorporator is Karen W. Wankelman, Esq., Mateer & Harbert, P.A., 225 East Robinson Street, Suite 600, Orlando, Florida 32801.

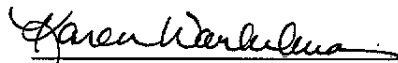
ARTICLE VII

It is the intention of the Corporation to indemnify its officers, directors, employees, and agents to the extent permitted by Section 607.0850, Florida Statutes.

ARTICLE VIII

The Corporation, its shareholders, or any combination of the Corporation and its shareholders, may enter into agreements limiting or restricting free transfer of shares of its capital stock. Any such agreements will be valid and enforceable among the parties to such agreements, and when the existence of such agreement is noted on the face or on the back of certificates representing any such shares, such agreement will be binding and enforceable upon any transferee or successor of any party to such agreement.

DATED: February 27, 2001.



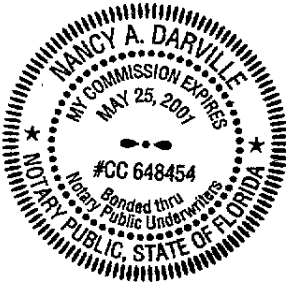
Karen W. Wankelman

STATE OF FLORIDA
COUNTY OF ORANGE

The foregoing instrument was acknowledged before me on Feb 27, 2001, by Karen W. Wankelman, Esq., Mateer & Harbert, P.A., 225 East Robinson Street, Suite 600, Orlando, Florida 32801. She is personally known to me or has produced _____ (type of identification) as identification.


Name: NANCY A. DARVILLE
(Print Name)

(AFFIX NOTARY SEAL)



Notary Public - State of Florida

My Commission Expires:

MAY 25, 2001

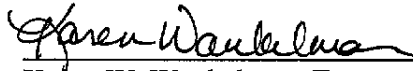
CERTIFICATE DESIGNATING PLACE OF BUSINESS
OR DOMICILE FOR THE SERVICE OF PROCESS
WITHIN THIS STATE, NAMING THE AGENT UPON
WHOM PROCESS MAY BE SERVED

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

That ERIS Productions, Inc. desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation at 4945 Sarazen Drive, Hollywood, Florida 33021, Orange County, State of Florida, has named Karen W. Wankelman, Esq. as its agent to accept service of process within the State.

ACKNOWLEDGMENT

Having been named to accept service of process for the above stated corporation, at the place designated in this Certificate, I hereby agree to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.



Karen W. Wankelman, Esq.
(Registered Agent)

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FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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