

PO10000 35287



ACCOUNT NO. : 072100000032

REFERENCE : 106157-7266785
Patricia Riquito

AUTHORIZATION :

COST LIMIT : \$ 70.00

ORDER DATE : April 5, 2001

ORDER TIME : 9:03 AM

ORDER NO. : 106157-005

000003962400--2

CUSTOMER NO: 7266785

CUSTOMER: Mr. Raymond J. Cuminale
Mr. Raymond Cuminale

2150 Ibis Isle Road
Suite 6
Palm Beach, FL 33480

FILED
2001 APR -6 PM 1:41
SECRETARY OF STATE
TALLAHASSEE FLORIDA

DOMESTIC FILING

NAME: M4W2 PRODUCTIONS, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP
 ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Sandra Mathis - EXT. 1165

EXAMINER'S INITIALS:

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DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
2001 APR -6 AM 10:41
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TO ACKNOWLEDGE
SUFFICIENCY OF FILING
158
4/6/01

FILED

ARTICLES OF INCORPORATION
OF

2001 APR -6 PM 1:41
SECRETARY OF STATE
TALLAHASSEE FLORIDA

M4W2 PRODUCTIONS, INC.

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

M4W2 PRODUCTIONS, INC.

The address of the principal office of this corporation shall be 2150 Ibis Isle Road, Suite 6, Palm Beach, Florida 33480, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,500 shares of common stock having no par value per share..

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 1201 Hays Street, Tallahassee, Florida 32301, and the name of the initial registered agent of the corporation at that address is Corporation Service Company.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have two Directors, initially. The names and addresses of the initial members of the Board of Directors are:

Bruce Goldstein	7068 Chesapeake Circle,
Dir.	Boynton Beach, Fl 33436

Raymond J. Cuminale	2150 Ibis Isle Road, Suite 6
Dir.	Palm Beach, Fl 33480

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ARTICLE VII. INCORPORATOR

SECRETARY OF STATE
TALLAHASSEE FLORIDA

The name and street address of the incorporator to
these Articles of Incorporation:

Corporation Service Company
2711 Centerville Road Suite 400
Wilmington, Delaware 19808

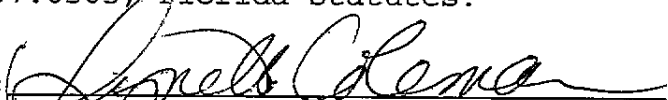
The undersigned incorporator has executed these
Articles of Incorporation on April 6, 2001.


It's Agent Lynette Coleman

ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF INCORPORATION

Corporation Service Company, a Delaware
corporation authorized to transact business in this
State, having a business office identical with the
registered office of the corporation named above, and
having been designated as the Registered Agent in the
above and foregoing Articles, is familiar with and
accepts the obligations of the position of Registered
Agent under Section 607.0505, Florida Statutes.

By:


It's Agent Lynette Coleman

scm