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May 10, 2001

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****122.50 *****78.75

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

RE: Articles of Incorporation of
Ryantex Entertainment, Inc.

Dear Sir/Madam:

Enclosed please find Articles of Incorporation to be filed for Ryantex Entertainment, Inc.
I have enclosed the original and one copy of the Articles. Also enclosed is a check
payable to Secretary of State in the amount of \$122.50 for the filing fee. Please return a
copy of the Articles.

Thank you in advance for your prompt attention to this matter.

Very truly yours,

Sheldon L. Gottlieb

SLG/ecf
Enc.

FILED
01 MAY 14 PM 3:02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

5-21-01
WC

ARTICLES OF INCORPORATION
OF

RYANTEX ENTERTAINMENT, INC.

FILED
01 MAY 14 PM 3:02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator forms a corporation for profit under Chapter 607,
Florida Statutes.

ARTICLE I

The name of the corporation is : RYANTEX Entertainment, Inc.

ARTICLE II

The corporation shall have perpetual existence.

ARTICLE III

The corporation shall engage in the transaction of any or all lawful business for
which corporations may be incorporated under Chapter 607, Florida Statutes.

ARTICLE IV

The corporation has the authority to issue 500 shares of common stock,
one class only. The par value of each share of common stock is \$1.00.

ARTICLE V

The street address of the corporation's initial registered office is :

9555 N. Kendall Dr., Suite 211
Miami, FL 33176

The name of its initial registered agent at such address is:

Sheldon L. Gottlieb, Esq.

The initial place of business of the corporation shall be:

2633 S.E. 21st Court
Homestead, Florida 33035

ARTICLE VI

The corporation shall have no less than one director(s). The name and address of the person who is to serve as director on the initial board of directors is:

President/Treasurer

ARTICLE VII

The name and address of the incorporator is:

Sheldon L. Gottlieb
9555 N. Kendall Dr., Suite 211
Miami, FL 33176

IN WITNESS WHEREOF the undersigned incorporator executed these
Articles of Incorporation on the 9 day of May, 2001.


SHELDON L. GOTTLIB

STATE OF FLORIDA)
COUNTY OF DADE)

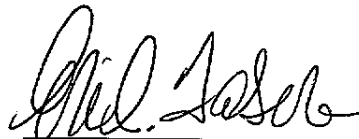
Before Me, the undersigned authority, personally appeared Sheldon L. Gottlieb,
who, after being first duly sworn, deposes and says:

1. That he is the incorporator of the above-named corporation.

2. The contents of the foregoing Articles of Incorporation are true and correct.

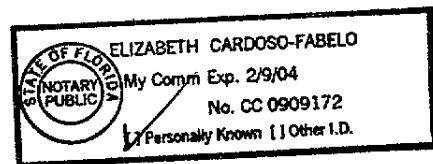
SWORN TO and subscribed before me, the undersigned authority, this 10th

day of May, 2001.



NOTARY PUBLIC

My commission expires:



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

FILED
01 MAY 14 PM 3:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The following is submitted in compliance with Chapter 607, Florida Statues.

RYANTEX Entertainment, Inc. desiring to organize under the laws of the State of Florida, has named Sheldon L. Gottlieb, Esq., located at 9555 N. Kendall Dr., Suite 211, Miami, Dade County, FL , as its registered agent to accept service of process within this State.

ACCEPTANCE

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


SHELDON L. GOTTLIEB
Registered Agent