

P01000005/482

TRANSMITTAL LETTER

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, Florida 32314

200004243502--2
-05/18/01--01010--009
*****78.75 *****78.75

SUBJECT: GOLD DUST ENTERTAINMENT, INC.
(Proposed corporate name must include suffix)

Enclosed is an original and one (1) copy of the articles of incorporation and a check for:

\$70.00
Filing Fee

X \$78.75
Filing Fee &
Certification

\$122.50
Filing Fee &
Certified Copy

\$131.25
Filing Fee,
Certified Copy &
Certification

FROM: KEITH W. KOEHLER / KOEHLER & COMPANY, P.A.
Name (printed or typed)

1611 W. PLATT STREET
Address

TAMPA FL 33606
City, State & Zip

813-258-1272
Daytime Telephone Number

FILED
01 MAY 17 AM 8:18
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

NOTE: Please provide the original and one copy of the articles.

J. BRYAN MAY 21 2001

ARTICLES OF INCORPORATION
OF
Gold Dust Entertainment, Inc.

FILED
01 MAY 17 AM 8:18
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator, for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopts the following Articles of Incorporation:

ARTICLE 1

The name of the corporation shall be:

Gold Dust Entertainment, Inc.

ARTICLE II

The period of its duration is perpetual.

ARTICLE III

The purpose of this corporation is to engage in any activities of business permitted under the laws of the United States and the State of Florida.

ARTICLE IV

The corporation shall have authority to issue 10,000 shares, all of one common class, One Dollar (\$1.00) par value.

ARTICLE V

The mailing and street address of the initial registered office and principal office of the corporation is 1611 W. Platt Street, Tampa, Florida 33606, and the name of its initial registered agent is CHERIE HIGGINS.

ARTICLE VI

The number of directors constituting its initial board of directors is One (1), whose name and address and initial office is:

NAME

ADDRESS

CHERIE HIGGINS, President, Vice President,
Secretary and Treasurer

1611 W. Platt Street
Tampa, FL 33606

The number of directors may be increased or decreased from time to time by the bylaws, but shall never be less than one (1).

ARTICLE VII

The name and address of the incorporator is:

NAME

ADDRESS

CHERIE HIGGINS, President, Vice President,
Secretary and Treasurer

1611 W. Platt Street
Tampa, FL 33606

ARTICLE VIII

The corporation shall be deemed to commence its existence upon the filing of these articles.

ARTICLE IX

Shares of capital stock of this corporation shall be initially issued to the following persons and in the amounts set opposite their names.

CHERIE HIGGINS 100 Shares

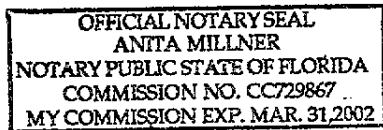
ARTICLE X

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

ARTICLE XI

This corporation shall indemnify any officer or director, or any former officer or director, to the full extent of the law.

IN WITNESS WHEREOF, I have hereunto subscribed my name this 16th day of May, 2001.



Cherie Higgins
Cherie Higgins
Incorporator

Anita Millner

STATE OF FLORIDA
COUNTY OF Hillsborough

BEFORE ME, the undersigned authority, personally appeared, CHERIE HIGGINS, who is personally known to me, and who to me is known to be the person described in and who subscribed the above Articles of Incorporation, and that he did freely and voluntarily acknowledge before me according to law that he made and subscribed the same for the uses and purposes therein mentioned, and set forth.

IN WITNESS WHEREOF, I have hereunto subscribed my hand and seal this 16th day of May, 2001.

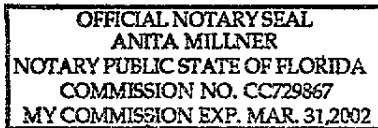
Anita Millner

STATE OF FLORIDA
COUNTY OF <u>Hillsborough</u>
Sworn to (affirmed) and subscribed before me this <u>16th</u> day of <u>May</u> , 2001
by <u>Cherie Higgins</u>
<input type="checkbox"/> PERSONALLY KNOWN TO ME
<input checked="" type="checkbox"/> PRODUCED AS IDENTIFICATION
<u>F2 D/L 1252-119-41-7860</u>
Type of Identification

ACCEPTANCE OF REGISTERED AGENT DESIGNATED IN
ARTICLES OF INCORPORATION

I, CHERIE HIGGINS, hereby am familiar with and accept the duties and responsibilities of the position of Registered Agent for said corporation, Gold Dust Entertainment, Inc. under Section 607, Florida Statutes.

Cherie Higgins
CHERIE HIGGINS
1611 W. Platt Street
Tampa, Florida 33606



Antia Millner

STATE OF FLORIDA	
COUNTY OF <u>Hillsborough</u>	
Sworn to (affirmed) and subscribed before me this <u>16th</u>	
day of <u>May</u> , 19 <u>2001</u>	
by <u>Cherie Higgins</u>	
<input type="checkbox"/> PERSONALLY KNOWN TO ME	
<input checked="" type="checkbox"/> PRODUCED AS IDENTIFICATION	
<u>R 61C H252-119-61-7860</u>	
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