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Florida Department of State
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FLORIDA PROFIT CORPORATION OR P.A.

Reel Builder, Inc.

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N. CULLIGAN MAY 30 2001

5/29/01

ARTICLES OF INCORPORATION
OF
REEL BUILDER, INC.

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ARTICLE I
NAME

The name of the corporation is: REEL BUILDER, INC. (the "Corporation").

ARTICLE II
COMMENCEMENT OF CORPORATE EXISTENCE

The existence of the Corporation shall commence at the time and date of filing of these Articles by the Department of State of the State of Florida.

ARTICLE III
PURPOSE

The Corporation is organized for the purpose of the transaction of any or all lawful business for which corporations may be incorporated under the Florida Business Corporation Act.

ARTICLE IV
CAPITAL SHARES

The number of shares that the Corporation is authorized to have outstanding at any time is 1,000 common shares of the par value of \$1.00 each.

THIS INSTRUMENT PREPARED BY:
Melanie D. Kamburian, Corporate Paralegal
Hodgson Russ, LLP
1801 N. Military Trail, Suite 200
Boca Raton, Florida 33431
Telephone: (561) 394-0500

ARTICLE V
INITIAL REGISTERED OFFICE AND INITIAL REGISTERED AGENT

The street address of the initial registered office of the Corporation is 813 S.E. 16th Court, Deerfield Beach, Florida 33441; and the name of the initial registered agent of the Corporation is Michael Whitmer.

ARTICLE VI
PRINCIPAL OFFICE/MAILING ADDRESS OF THE CORPORATION

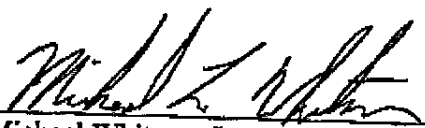
The principal office/ mailing address of the Corporation is: 813 S.E. 16th Court, Deerfield Beach, Florida 33441.

ARTICLE VIII
INCORPORATOR

The name and street address of the Incorporator of the Corporation is:

Michael Whitmer
813 S.E. 16th Court
Deerfield Beach, Florida 33441

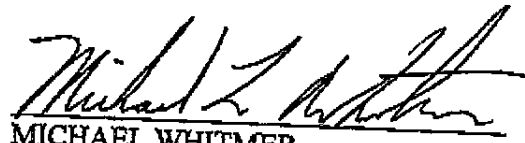
IN WITNESS WHEREOF, I have made and executed these Articles of Incorporation
this ____ day of May, 2001.



Michael Whitmer, Incorporator

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

Having been appointed as registered agent and to accept service of process for REEL BUILDER, INC. at the place described in the foregoing Articles of Incorporation, the undersigned hereby accepts the appointment as registered agent and agrees to act in such capacity. Further, the undersigned agrees to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and states that he is familiar with and accepts the obligations of his position as registered agent.


MICHAEL WHITMER

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