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JOE B. RANSLOW  
4070 Northeast 28th Court  
Ocala, Florida 34479  
(352)401-1955

June 15, 2001

Secretary of State  
Division of Corporations  
Post Office Box 6327  
Tallahassee, Florida 32314

Re: Primetime Entertainment Group, Inc.

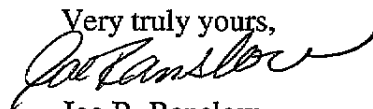
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\*\*\*\*\*78.75 \*\*\*\*\*78.75

Gentlemen:

Enclosed herewith are the Articles of Incorporation and one copy of said Articles, together with a check in the amount of \$78.75 to cover filing fee and certificate, regarding the above referenced matter.

Thank you for your assistance in this matter, and if you should have any further questions please do not hesitate to contact my office at the number listed above.

Very truly yours,



Joe B. Ranslow

JBR:cam

Enclosures

FILED  
2001 JUN 18 AM 11:06  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

6/20/01

**ARTICLES OF INCORPORATION  
OF  
PRIMETIME ENTERTAINMENT GROUP, INC.**

**FILED**

2001 JUN 18 AM 11:06

SECRETARY OF STATE  
TALLAHASSEE FLORIDA

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

**ARTICLE ONE  
Name**

The name of the corporation is **Primetime Entertainment Group, Inc.**  
4422 West Highway 40, #6, Ocala, Florida 34482

**ARTICLE TWO  
Corporate Duration**

This corporation shall have perpetual existence. The date and time of the commencement of corporate existence is at the time of filing the Articles of Incorporation by the Department of State.

**ARTICLE THREE  
Purpose**

The general purposes for which the corporation is organized are:

1. To engage in any and all lawful business activity permitted under the laws of the United States and of the State of Florida, including, but not by way of limitation, the lending and borrowing of money, with or without security therefor.
2. To make and enter into all contracts necessary and proper for the conduct of its business and businesses.
3. To do any and all things necessary, suitable and proper for the accomplishment of any of the purposes, or for the attainment of any of the objects, or for the exercise of any of the powers herein set forth, whether herein specified or not, either along or in connection with other firms, individuals or corporations, whether in the State of Florida, or throughout the United States or elsewhere, and to do any other act or acts, thing or things, incidental or pertinent to, or connected with the businesses herein before described, or any part or parts thereof if not inconsistent with laws of the State of Florida.
4. In general, this corporation shall have and exercise all the powers conferred by the Laws of the State of Florida upon corporations for profit. It is hereby expressly provided that the foregoing enumeration of specific powers shall not be held to limit or restrict in any manner such general powers.

**ARTICLE FOUR  
Shares**

This corporation is authorized to issue 100 shares of common stock with a par value of \$1.00 per share.

**ARTICLE FIVE  
Registered Office and Agent**

The street address of the initial registered office of the corporation is **4422 West Highway 40, #6, Ocala, Florida 34482**, and the name of its initial registered agent at such address is **Joe B. Ranslow**.

**ARTICLE SIX  
Directors**

The number of directors constituting the initial board of directors of the corporation is one (1). The name and address of each person who is to serve as a member of the initial board of directors is:

Joe B. Ranslow	4422 West Highway 40, #6 Ocala, Florida 34482
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**ARTICLE SEVEN  
Incorporator**

The name and address of the incorporator is:

Joe B. Ranslow	4422 West Highway 40, #6 Ocala, Florida 34482
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**ARTICLE EIGHT  
By-Laws**

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors and the Shareholders.

**ARTICLE NINE  
Officers**

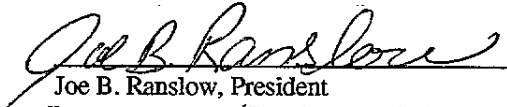
The officers of the corporation shall be a President, Vice-President, Secretary and Treasurer. Until the first meeting of the Board of Directors or until its successors are elected and have qualified, the following shall be the officers of the corporation:

President	Joe B. Ranslow
Vice-President	Joe B. Ranslow
Secretary	Joe B. Ranslow
Treasurer	Joe B. Ranslow

**ARTICLE TEN  
Dissolution**

The Corporation may be dissolved at any time (1) by unanimous written consent of the shareholders; or (2) on the affirmative vote of the holders of at least two-thirds (2/3) of the outstanding shares of the corporation entitled to vote their own. On Dissolution, the corporation property and assets shall, after payment of all debts of the corporation, be distributed to the shareholders pro rata, each shareholder to participate in the distribution in direct proportion to the number of shares held by him.

IN WITNESS WHEREOF the undersigned subscriber has executed these Articles of Incorporation this \_\_\_\_ day of June, 2001. I am familiar with and accept the appointment as registered agent and agree to act in this capacity.

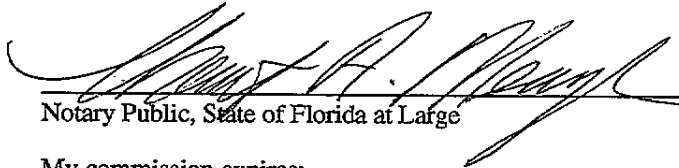
  
Joe B. Ranslow, President  
Incorporator/Registered Agent

**FILED**  
2001 JUN 18 AM 11:06  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

STATE OF FLORIDA  
COUNTY OF MARION

I HEREBY CERTIFY that before me, a Notary Public duly authorized in the State and County named above, to take acknowledgments, personally appeared **Joe B. Ranslow**, personally known to me or has provided FL DL as identification, and who executed the foregoing Articles of Incorporation and he acknowledged before me that he executed these Articles of Incorporation.

IN WITNESS WHEREOF I have hereunto set my hand and affixed my official seal in the State and County aforesaid this \_\_\_\_ day of June, 2001.

  
\_\_\_\_\_  
Notary Public, State of Florida at Large

My commission expires:

