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ACCOUNT NO. : 072100000032

REFERENCE : 197961 7057A

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : June 25, 2001

ORDER TIME : 10:35 AM

ORDER NO. : 197961-005

CUSTOMER NO: 7057A

CUSTOMER: Jeffrey Kneen, Esq  
Levy Kneen Mariani Curtin  
Kornfeld & Del Russo  
Suite 1000  
1400 Centrepark Boulevard  
West Palm Beach, FL 33401

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-06/25/01--01061--021  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

DOMESTIC FILING

NAME: FM ENTERTAINMENT, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION  
       CERTIFICATE OF LIMITED PARTNERSHIP  
       ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY  
       PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Deborah Schroder - EXT. 1118  
EXAMINER'S INITIALS:

FILED  
2001 JUN 25 PM 12:39  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

RECEIVED  
DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
2001 JUN 25 11:17  
NOT RETURNED  
TO ACKNOWLEDGE  
SUFFICIENCY OF FILING

LEVY, KNEEN, MARIANI, CURTIN, KORNFELD & DEL RUSSO

PROFESSIONAL ASSOCIATION  
COUNSELORS AT LAW

SUITE 1000  
1400 CENTREPARK BOULEVARD  
WEST PALM BEACH, FLORIDA 33401

H. IRWIN LEVY  
RETIRED

ELEANOR B. HALPERIN  
OF COUNSEL

TELEPHONE (561) 478-4700  
FAX NO. (561) 478-5811

June 22, 2001

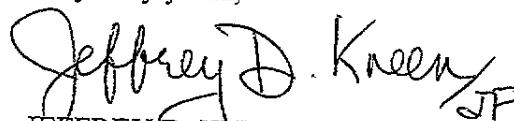
Secretary of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

RE: FM ENTERTAINMENT, INC.

Dear Sir or Madam:

Enclosed for filing with your office are Articles of Incorporation of FM Entertainment, Inc., a Florida corporation, together with our check in the amount of \$78.75.

Very truly yours,

  
JEFFREY D. KNEEN

JDK:jf  
enc.

FILED  
2001 JUN 25 PM 12:39  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

**ARTICLES OF INCORPORATION**  
**OF**  
**FM ENTERTAINMENT, INC.**

**FILED**  
2001 JUN 25 PM 12:39  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

The undersigned hereby makes, subscribes, acknowledges and files these Articles of Incorporation for the purpose of forming a corporation under the laws of the State of Florida:

**ARTICLE I -- NAME AND PRINCIPAL OFFICE**

The name of the corporation shall be FM ENTERTAINMENT, INC. The principal office and mailing address of the corporation is 10 Thurston Drive, Palm Beach Gardens, Florida 33418.

**ARTICLE II -- DURATION**

The corporation shall have perpetual existence.

**ARTICLE III -- PURPOSE**

The purpose of this corporation is engaging in any activity or business permitted under the laws of the United States or of this State.

**ARTICLE IV -- CAPITAL STOCK**

This corporation is authorized to issue one hundred (100) shares of capital stock with a par value of \$1.00 per share.

**ARTICLE V -- INITIAL REGISTERED OFFICE AND AGENT**

The street address in this state of the initial registered office of the corporation is 10 Thurston Drive, Palm Beach Gardens, Florida 33418. and the name of the initial registered agent at such address is Cleve E. Mash.

**ARTICLE VI -- INITIAL BOARD OF DIRECTORS**

The initial Board of Directors shall consist of two (2) members. The number of directors may be increased or decreased from time to time by the By-Laws, but shall never be less than two (2). The names and addresses of the initial directors are:

Cleve E. Mash  
10 Thurston Drive  
Palm Beach Gardens, FL 33418

Mark H. Fulton  
9472 Rambler Drive  
Huntington Beach, CA 92646

ARTICLE VII -- INCORPORATOR

The name and address of the person signing these Articles is: Cleve E. Mash, 10 Thurston Drive, Palm Beach Gardens, Florida 33418.

ARTICLE VIII -- OFFICERS

The following named person shall be the officers of this corporation from its inception and until their successors are duly elected and qualified:

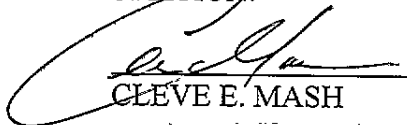
Cleve E. Mash	President
Mark H. Fulton	Secretary

IN WITNESS WHEREOF, we have made and subscribed these Articles this \_\_\_\_\_ day of June, 2001.

  
\_\_\_\_\_  
CLEVE E. MASH  
Incorporator/Director

\*\*\*\*\*

I HEREBY ACCEPT THE DESIGNATION AS REGISTERED AGENT AS SET FORTH IN THESE ARTICLES OF INCORPORATION.

  
\_\_\_\_\_  
CLEVE E. MASH

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2001 JUN 25 PM 12:39  
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