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ACCOUNT NO. : 072100000032

REFERENCE : 393542 7229347

AUTHORIZATION :

Patricia Pizib

COST LIMIT : \$ 78.75

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

ORDER DATE : August 6, 2001

ORDER TIME : 11:12 AM

ORDER NO. : 393542-005

CUSTOMER NO: 7229347

CUSTOMER: Terrance Mullin, Esq
Kilpatrick Stockton LLP

Suite 2000
200 South Biscayne Boulevard
Miami, FL 33131

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DOMESTIC FILING

NAME: LAKOL PRODUCTIONS, INC.

EFFECTIVE DATE:

200004519012--9

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: Betty Young - EXT. 1112

EXAMINER'S INITIALS:

12/8/01

**ARTICLES OF INCORPORATION
OF
LAKOL PRODUCTIONS, INC.**

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

**ARTICLE I
NAME**

The name of the corporation is LAKOL PRODUCTIONS, INC.

**ARTICLE II
DURATION AND BEGINNING OF CORPORATE EXISTENCE**

The corporation shall exist perpetually. The date when the corporate existence of this corporation shall begin shall be upon the date of filing of these Articles with the Secretary of State.

**ARTICLE III
NATURE OF BUSINESS**

This corporation is organized for the purpose of transacting any and all lawful business.

**ARTICLE IV
CAPITAL STOCK**

The corporation is authorized to have outstanding one class of stock designated as common stock. The maximum number of shares of common stock which the corporation is authorized to issue and have outstanding is 10,000 shares of common stock with a par value of \$1.00 per share. Holders of common stock are entitled to vote on all questions required by law on the basis of one vote per share and there shall be no cumulative voting. Holders of common stock shall have preemptive rights to subscribe to the corporation's securities.

**ARTICLE V
INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of the corporation in the State of Florida is 200 South Biscayne Boulevard, Suite 2000, Miami, Florida 33131, and the name of the initial registered agent of this corporation at that address is Terrance J. Mullin, Esq.

ARTICLE VI
PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation is 227 13th Street, Suite 3, Miami Beach, Florida 33139.

ARTICLE VII
INITIAL BOARD OF DIRECTORS

The corporation shall have four (4) directors initially. The number of directors may be increased or decreased from time to time by amendment to, or in the manner provided in, the by-laws of the corporation.

The names and street addresses of the initial directors are as follows:

Vladimir Toussaint	227 13 th Street, Suite 3 Miami Beach, Florida 33139
Rodné Daniel	227 13 th Street, Suite 3 Miami Beach, Florida 33139
Patrick Carraha	227 13 th Street, Suite 3 Miami Beach, Florida 33139
Stanley Toussaint	227 13 th Street, Suite 3 Miami Beach, Florida 33139

ARTICLE VIII
INCORPORATOR

The name and address of the incorporator subscribing to these Articles of Incorporation is: Terrance J. Mullin, Esq., 200 South Biscayne Boulevard, Suite 2000, Miami, Florida 33131.

ARTICLE IX
BY-LAWS

The power to adopt, alter, amend or repeal by-laws shall be vested in the board of directors and the shareholders.

ARTICLE X
INDEMNIFICATION

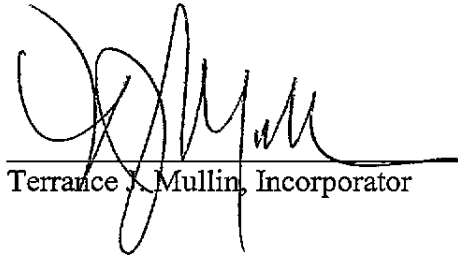
The corporation shall indemnify, to the full extent permitted by law, any officer, director, employee or agent of the corporation, or any former officer, director, employee

or agent of the corporation, or any person who, at the request of the corporation, is or was serving as a director, officer, employee or agent of another corporation, partnership, joint venture, trust or other enterprise.

ARTICLE XI
AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment thereto.

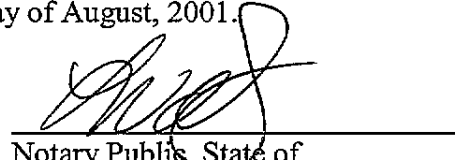
IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 3 day of August, 2001.


Terrance J. Mullin, Incorporator

STATE OF FLORIDA)
) SS:
COUNTY OF MIAMI-DADE)

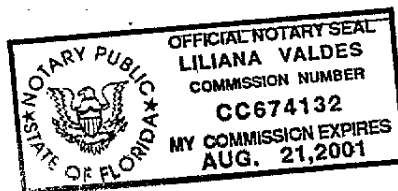
BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared **TERRANCE J. MULLIN**, known to me and by me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed these Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 3 day of August, 2001.



Notary Public, State of
Florida
Print Name: _____
Commission No: _____

My commission expires:



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SECRETARY OF STATE
TALLAHASSEE FLORIDA

CERTIFICATE OF REGISTERED AGENT OF

LAKOL PRODUCTIONS, INC.

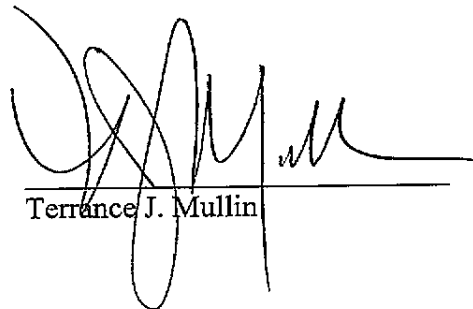
Pursuant to Sections 48.091 and 607.0501 of the Florida Statutes, the following is submitted in compliance therewith:

That LAKOL PRODUCTIONS, INC. desiring to organize under the laws of the State of Florida with its principal office in Miami Beach, Florida, has named Terrance J. Mullin, Esq., 200 South Biscayne Boulevard, Suite 2000, Miami, Florida 33131, County of Miami-Dade, agent to accept service of process within the State.

ACKNOWLEDGMENT

Having been named as registered agent and to accept service of process for the above-stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Dated this 3 day of August, 2001.



Terrance J. Mullin