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CARIBE LAW OFFICE

A Private Law Firm

STEPHANIE HARRIS, P.A.
Attorney at Law

Please reply to:
P.O. Box 16194 West Palm Beach, FL 33416

November 29, 2001

EFFECTIVE DATE
01/01/02

Ms. Bobbie Cox
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

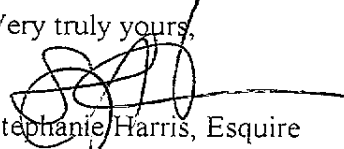
RE: Ackee Entertainment, Inc.

300004706703--5--
-12/05/01--01024--026
*****78.75 *****78.75

Dear Ms. Cox:

Enclosed are revised Articles of Incorporation and a check for the above-referenced Corporations. Please disregard the previously submitted articles.

Very truly yours,


Stephanie Harris, Esquire

FILED
01 DEC -6 PM 1:04
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SH/fg

Enclosure

Cc:

W01-000027120
12/6/01

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

FILED
01 DEC -6 PM 1: 04
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

ARTICLE I - NAME

EFFECTIVE DATE
01/01/02

The name of this corporation is ACKEE ENTERTAINMENT, INC.

ARTICLE II - DURATION

This corporation shall have perpetual existence commencing on January 1, 2002.

ARTICLE III - PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation is:

1251 Summit Circle
West Palm Beach, FL 33415

ARTICLE IV - CAPITAL STOCK

- a. The number of shares of stock that this corporation is authorized to have outstanding at any one time is one hundred (100) shares of common stock at no par value per share.
- b. The consideration to be paid for each share shall be payable in lawful money or property, labor or services.

ARTICLE V - INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and street address of the initial registered agent are:

STEPHANIE HARRIS, ESQUIRE
1514 Broadway
Riviera Beach, FL 33404

ARTICLE VI - PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation shall the right to purchase a pro-rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VII - BOARD OF DIRECTORS

Initially, this corporation shall have one (1) director who shall serve until successors are elected or appointed. The number of directors may be increased or decreased by amendment of the bylaws of the corporation but shall in no case be less than one. The names and addresses of the initial member of the board of directors is as follows:

Thomas E. Taylor
1251 Summit Circle
West Palm Beach, FL 33415

ARTICLE VIII - INDEMNIFICATION

The corporation shall indemnify any Officer or Director or any former officer or director, to the full extent permitted by law.

ARTICLE IX - AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, by a majority vote of the Board of Directors, and any right conferred upon the shareholders is subject to this reservation.

ARTICLE X - INCORPORATOR

The name and address of the incorporator to these Articles of Incorporation are:

Thomas E. Taylor
1251 Summit Circle
West Palm Beach, FL 33415

The undersigned Incorporator has executed these Articles of Incorporation in the State of Florida, this 30 day of Nov, 2001.


THOMAS E. TAYLOR
INCORPORATOR

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 am familiar with and accept the obligations of my position as registered agent.


STEPHANIE HARRIS
REGISTERED AGENT

11/30/2001
DATE

FILED
01 DEC -6 PM 1:04
SECRETARY OF STATE
TALLAHASSEE, FLORIDA