

-02/25/02--01027--008 *****78.75 *****78.75

CORPORATION(S) NAME

W.P. Varifier

CR2E031 (R8-85)

Profit) NonProfit () Amendment () Merger () Foreign () Dissolution () Mark () Limited Partnership () Annual Report () Other) Reinstatement) Reservation) Change of Registered Age Certified Copy () Photo Copies () Certificate Under Seal) Sail When Ready () Call If Problem () After 4:30 Walk In () Will Walt Pick Up Name Availability Document Examiner Updater Varifig Ackr

ARTICLES OF INCORPORATION

WE THE UNDERSIGNED, hereby associate ourselves together for the purpose of becoming a corporation under the laws of the State of Florida providing for the formation, liability, rights, privileges and immunities of corporations for profit.

ARTICLE I. NAME

The name of this Corporation shall be:

STUDIO ONE PRODUCTIONS, INC

ARTICLE II. NATURE OF BUSINESS

This corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE III. CAPITAL STOCK

The maximum number of shares off stock that this Corporation is authorized to have outstanding at any time is FIVE HUNDRED (500) shares of common stock, of ONE DOLLAR (\$1.00) par value.

ARTICLE IV. INITIAL CAPITAL

The amount of capital with which this Corporation will begin business will not be less than ONE HUNDRED DOLLARS (\$100).

ARTICLE V. TERM OF EXISTENCE

The Corporation is to have perpetual existence.

ARTICLE VI. ADDRESS

The initial street address in the State of the principal office of the Corporation shall be:12668 82ND LANE NORTH WEST PALM BEACH, FL 33412

The Board of Directors may, from time to time, move the principal office to any other address in Florida.

ARTICLE VII. INITIAL BOARD OF DIRECTORS

This Corporation shall have TWO Director(s) initially. The number of Directors may be either increased or diminished by the Bylaws adopted by the Shareholders but shall never be Tess than one. The name and address of the initial Director(s) of this Corporation:

ARTICLE VIII. INCORPORATOR(S)

The names and addresses of the Incorporator(s):

MICHAEL A DESANTI - ROBERT LEE FREEMAN 12668 82ND LANE NORTH 11985 SOUTHERN BLV

11985 SOUTHERN BLVD APT 104 WEST PALM BEACH, FL 33412 ROYAL PALM BEACH, FL 33411

ARTICLE IX. BYLAWS

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

> MICHAEL A DESANTI ROBERT LEE FREEMAN 12668 82ND LANE NORTH 11985 SOUTHERN BLVD APT104 WEST_PALM BEACH, FL 33412 ROYAL PALM BEACH.FL 33411

ARTICLE X, AMENDMENT

The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment to them, and any right conferred upon the Shareholder subject to this reservation.

ARTICLE XI. SUB-CHAPTER S CORPORATION

This Corporation may be a Sub-Chapter S Corporation, as defined by the Internal Revenue Code.

IN WITNESS WHEREOF, the undersigned as subscribing
Incorporators, have hereunto set our hands and seals this
for the purpose of forming
this Corporation under the laws of the State of Florida, and
hereby make and file in the office of the Secretary of this
State of Florida these Articles of Incorporation, and
certify that the facts herein stated are true.

Muchael a De Santi PRESIDENT: MICHAEL A DESANTI

VP:ROBERT VEE

STATE OF FLORIDA COUNTY OF

SWORN TO AND SUBSCRIBED BEFORE ME THIS

DAY OF

ARTICLE XII. REGISTERED AGENT AND REGISTERED OFFICE

The Registered Agent MICHAEL A DESANTI located at 12668 82 ND LANE NORTH, WEST PALM BEACH, FL 33412 accepts this position as signed below:

MICHAEL A DESANT

The Registered Office will be located at: 12668 82ND LANE NORTH, WEST PALM BEACH.FL 33412

MICHAEL A DESANTI