

Division of Corporations

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Florida Department of State
Division of Corporations
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To:

Division of Corporations
Fax Number : (850)205-0381

From:

Account Name : CORPORATION SERVICE COMPANY
Account Number : I20000000195
Phone : (850)521-1000
Fax Number : (850)521-1030

SFK

FLORIDA PROFIT CORPORATION OR P.A.

POWER PLAY HOLDING COMPANY

Certificate of Status	0
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**ARTICLES OF INCORPORATION
OF
POWER PLAY HOLDING COMPANY**

**ARTICLE I
NAME**

The name of this corporation shall be:

POWER PLAY HOLDING COMPANY

**ARTICLE II
DURATION**

This corporation shall commence its existence upon the filing of these Articles and the duration of this corporation is perpetual.

**ARTICLE III
PURPOSE**

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

**ARTICLE IV
CAPITAL STOCK**

This corporation is authorized to issue one thousand (1,000) shares of one cent (\$0.01) par value common stock, which shall be designated "Common Shares."

**ARTICLE V
PRINCIPAL OFFICE OF BUSINESS**

The principal place of business of this corporation is: 3025 N.E. 21st Street, Fort Lauderdale, Florida 33305.

ARTICLE VI
INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 4000 Hollywood Boulevard, Suite 255-South, Hollywood, Florida 33021, and the name of the initial registered agent is GARY S. PHILLIPS.

ARTICLE VII
INITIAL BOARD OF DIRECTORS

This corporation shall have two (2) Directors initially. The number of Directors may be increased or decreased from time to time in accordance with the Bylaws but shall never be less than one (1). The name and address of the Initial Director is:

Director's Name

Director's Address

KEITH McCLENDON

3025 N.E. 21st Street
Fort Lauderdale, Florida 33305

EDWARD L. HINES

c/o 3025 N.E. 21st Street
Fort Lauderdale, Florida 33305

ARTICLE VIII
INCORPORATOR

The name and address of the person signing these Articles as Incorporator is GARY S. PHILLIPS, 4000 Hollywood Boulevard, Suite 255-South, Hollywood, Florida 33021. The Incorporator shall not be liable, in any form or fashion, for any acts or omissions of the Corporation.

ARTICLE IX
BYLAWS


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

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**ARTICLE X
AMENDMENTS**

This Corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation or any Amendment hereto and any right conferred upon the Shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 9th day of July, 2003.



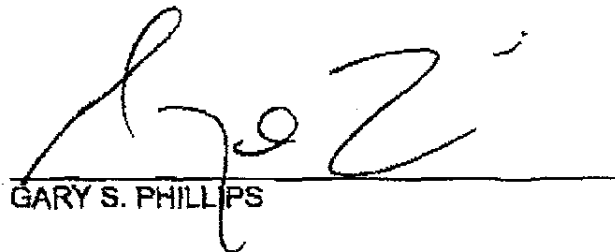
GARY S. PHILLIPS, Sole Incorporator

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ACCEPTANCE OF REGISTERED AGENT

HAVING BEEN NAMED AS REGISTERED AGENT OF THE CORPORATION NAMED ABOVE, THE UNDERSIGNED DOES HEREBY ACCEPT SUCH APPOINTMENT AND DOES HEREBY AGREE TO DO ALL THINGS NECESSARY IN ORDER TO CARRY OUT ANY AND ALL DUTIES REQUIRED OF SUCH POSITION.

DATED THIS 9TH DAY OF JULY, 2003.



GARY S. PHILLIPS

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