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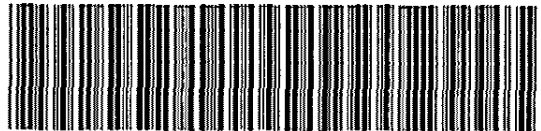
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SECRETARY OF STATE
DIVISION OF CORPORATIONS
04 MAY 24 AM 11:21

May 22, 2004

Florida Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

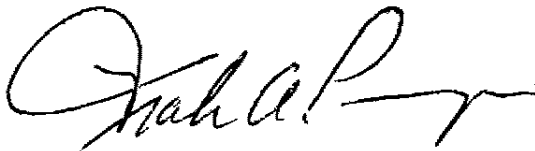
Re: No Equal Entertainment, Inc.
Dear Sir or Madam:

Enclosed for filing please find the original and one copy of the Articles of Incorporation for the above-referenced corporation. I am also enclosing my firm's check in the amount of \$78.75 which represents the following:

\$35.00 Filing Fee
\$35.00 Designation of Registered Agent
\$ 8.75 Certified Copy

Once the Articles have been filed, please forward a certified copy to my attention as soon as possible in the self-addressed, postage-paid envelope. Should you have any questions, please do not hesitate to call me at 813-915-0750..

Sincerely,



Frank A. Principe

Enclosures

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ARTICLES OF INCORPORATION

OF

No Equal Entertainment, Inc.

The undersigned, desires to form a corporation in accordance with Chapter 607 of the Florida General Corporation Act, adopt the following Articles of Incorporation:

ARTICLE ONE

NAME

1.01 The name of the Corporation shall be No Equal Entertainment, Inc.

ARTICLE TWO

REGISTERED OFFICE AND AGENT

2.01 The location and address of the Corporation's principal office in Florida is 8501 Foxhall Drive, Tampa, Florida 33615. The initial registered agent at the registered office is Shawn S. Jacobsen, whose address is 8501 Foxhall Drive, Tampa, Florida 33615.

ARTICLE THREE

PURPOSE

3.01 The Corporation may transact any and all lawful business for which corporations may be incorporated under the Florida General Corporation Act.

ARTICLE FOUR

DURATION

4.01 The term of existence of the Corporation is perpetual.

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ARTICLE FIVE

INCORPORATORS

5.01 The name and post office address of the incorporator is:

Name	Address
Shawn S. Jacobsen	8501 Foxhall Dr. Tampa, Florida 33615

ARTICLE SIX

DIRECTORS

6.01 The Board of Directors shall consist of at least one and not more than five members. The name and address of the first Board of Directors is:

Name and Address
Shawn S. Jacobsen 8501 Foxhall Drive Tampa, Florida 33604
Denise M. Taylor 8501 Foxhall Drive Tampa, FL. 33604

ARTICLE SEVEN

CAPITAL STOCK

7.01 The number of shares of stock that the Corporation is authorized to have outstanding is Seven Thousand Five Hundred (7,500), all of which shall be common shares with par value One Dollar (\$1.00).

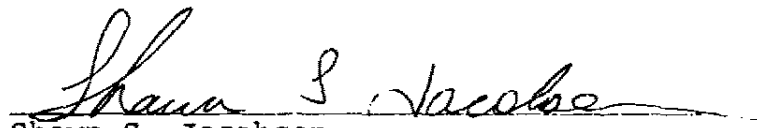
ARTICLE EIGHT

STATED CAPITAL

8.01 The amount of capital with which the Corporation shall begin business is Five Hundred Dollars (\$500.00).

CONSENT TO APPOINTMENT OF REGISTERED AGENT

I, Shawn S. Jacobsen, am hereby familiar with and accept the duties and responsibilities as Registered Agent of No Equal Entertainment, Inc.

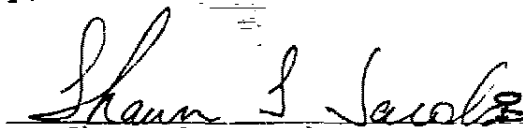

Shawn S. Jacobsen

ARTICLE NINE

AMENDMENT OF ARTICLES

9.01 The Corporation reserves the right to amend these Articles of Incorporation at any time in a manner now or subsequently permitted by statute. Any change authorized by the holders of shares entitling them to exercise a majority of the voting powers of the Corporation, or any greater number that may then be required by statute, shall be binding and conclusive on every shareholder of the Corporation as fully as if each shareholder had voted for the change. No shareholder, notwithstanding that he or she may have voted against the amendment or may have objected in writing, shall be entitled to payment of the fair cash value of his or her shares or any other rights of a dissenting shareholder.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation on this 1st day of May, 2004.

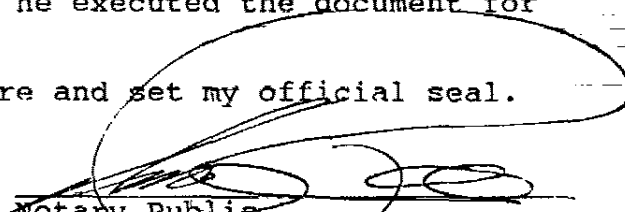

Shawn S. Jacobsen

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STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

On this 14 day of May, 2004, before me personally appeared Shawn S. Jacobsen, who has presented DL Lic # J212 797 77268 as identification or is personally known to me, and acknowledged that he executed the document for the purposes contained within it.

IN WITNESS WHEREOF, I sign here and set my official seal.


Notary Public
My Commission Expires:

