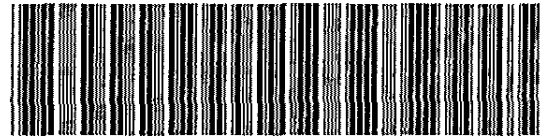


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EDWARD L. HAYNES
1555 S.W. 109TH AVE BLDG. 4 SUITE 310
PEMBROKE PINES, FL 33025



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ARTICLES OF INCORPORATION

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OF

CLERK OF STATE
TALLAHASSEE, FLORIDA

JEBA ENTERPRISES, INC.

The undersigned hereby forms a corporation under the laws of the State of Florida, and under the following Charter of Articles of Incorporation:

ARTICLE I

The name of this Corporation shall be JEBA ENTERPRISES, INC.

ARTICLE II

The principal office of the Corporation is 1555 SW 109th Ave., Bldg 4 Suite 310, Pembroke Pines, FL 33025 and the mailing address is 1555 S.W. 109th Ave Bldg. 4 Suite 310 Pembroke Pines, FL 33025.

ARTICLE III

The general nature of the business to be transacted by this Corporation shall be the management, licensing, and publishing of media, music/entertainment, television and film projects and any other lawful business activities permitted by law.

ARTICLE IV

The Corporation shall have the authority to issue five hundred (500) shares of common stock with a par value of One Dollar (\$1.00) per share.

ARTICLE V

The period of this Corporation's existence is perpetual.

ARTICLE VI

The street address of the initial Registered Office of this Corporation is 1555 S.W. 109th Ave Bldg. 4 Suite 310, Pembroke Pines, FL 33025; and the initial Registered Agent of this Corporation is Edward L. Haynes.

ARTICLE VII

The number of Directors constituting this Corporation's initial Board of Directors is three (3), whose names and addresses are as follows:

Julia E. Brown, CEO
1601 North West 81st St.
Miami, FL 33147

Edward Haynes, Vice President 1555 S.W. 109th Ave Bldg 4 Suite 310
Pembroke Pines, FL 33025

Valerie Mckenzie, Treasurer/ Secretary
7121 Alhambra Blvd
Miramar, FL 33023

ARTICLE VIII

The name and address of the Incorporator is as follows:

Edward Haynes, President
1555 S.W. 109th Ave Bldg 4 Suite 310
Pembroke Pines, FL 33025

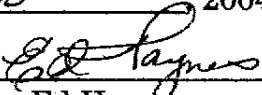
ARTICLE IX

These Articles of Incorporation may be amended in the manner provided by law.

ARTICLE X

The Corporation shall indemnify its Officers, Directors and Authorized Agents for all liabilities incurred directly, indirectly or incidentally to services performed for the Corporation, to the fullest extent permitted under Florida law existing now or hereafter enacted.

IN WITNESS WHEREOF, the undersigned Incorporator has made and executed these Articles of Incorporation of JEBA ENTERPRISES, INC. for the uses and purposes aforesaid this 27 day of October 2004.

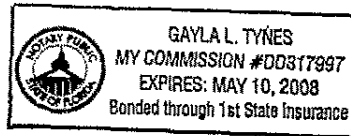


Ed Haynes

STATE OF FLORIDA
COUNTY OF _____

The foregoing instrument was acknowledged before me this 27 day of October, 2004, by Ed Haynes, as Incorporator, who is personally known to me or has produced _____, as identification.

(SEAL)



NOTARY PUBLIC

Gayla Tyne

Print Name

My commission expires

My commission No.

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN THIS STATE,
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.**

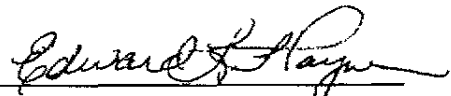
Pursuant to Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

First, that JEBA ENTERPRISES, INC., desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation at 1555 SW 109th Ave Bldg 4 Suite 310, Pembroke Pines, FL 33025 has named Edward L. Haynes, 1555 S.W. 109th Ave Bldg 4 Suite 310, Pembroke Pines, FL 33025, as its Agent to accept Service of Process within this state.

A C K N O W L E D G M E N T

Having been named to accept Service of Process for the above stated Corporation, at place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.

DATED this 27 day of October, 2004.


Edward L. Haynes
Registered Agent

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