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TO: DIVISION OF CORPORATIONS FROM: EMPIRE CORPORATE KIT COMPANY
DEPARTMENT OF STATE 1492 W FLAGLER ST
STATE OF FLORIDA SUITE 200
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TALLAHASSEE, FL 32399
FAX: (904) 922-4000 CONTACT: RAY STORMONT
PHONE: (305) 541-3694
FAX: (305) 541-3770

DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.
NAME: GLISTENING PRODUCTIONS, INC.
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SECTION OF CORPORATIONS

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TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION
OF
GLISTENING PRODUCTIONS, INC.

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

ARTICLE I

The name of the Corporation shall be: GLISTENING PRODUCTIONS, INC.

The principal place of business shall be: c/o Glist 16215 NW 15 Avenue, Miami, FL 33167

ARTICLE II

This corporation is organized for the following purposes:

- A. To transact any and all lawful business for which corporations may be incorporated under the Florida General Corporation Act.
- B. To conduct all types of businesses and operations and to have one or more offices and hold, purchase, mortgage, lease,

Prepared By:

JEFFREY M. PERLOW, ESQ.
FLORIDA BAR NO. 206725
1820 E. Hallandale Beach Blvd.
Hallandale, FL 33009
305-456-1333

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dispose of, deal in and convey real and personal property without restrictions in this State and in any other of the several states, territories, possessions and dependencies of the United States, the District of Columbia, and in any and all foreign countries.

C. To engage in, render or carry on any service or other business as principal or agent, with powers to let contracts for any such service or product; and to make and carry out contracts of every kind and nature that may be conducive to the accomplishment of any purposes of the Corporation.

D. To acquire by purchase or otherwise for investment or resale, and to own, improve, operate, subdivide, lease, mortgage, sell and otherwise deal in, for cash or credit, by conveyance, agreement for deed, or other lawful instrument, real estate or mixed property located in the State of Florida, or elsewhere, and generally to deal in and traffic as owner or agent in real estate, personal or mixed property, and any interest or estate therein, and to create, own, lease, sell, operate and deal in freehold and leasehold estates of any and all nature whatsoever, and to be an investor in real, mixed and/or personal property; to grant, sell and otherwise deal in franchises and licenses.

E. To factor, lend or borrow money, be a surety and to execute and deliver, accept, take and receive notes, bonds, debentures or other evidences thereof, and mortgages, trust deeds, pledges or other securities for the payment of same.

F. To act as agent, broker or attorney-in-fact for any persons, firms or corporations in buying, selling and dealing in

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real or personal property or services of whatever kind or nature, and in managing and conducting any legal actions, proceedings and business relating to any of the purposes herein mentioned or referred to.

G. To acquire, hold, undertake and fully exploit the good will, property, rights, franchises, assets of every kind, and the liabilities of any person, firm, association or corporation, either wholly or partly; and to pay for same in cash, stocks or bonds of the Company or otherwise.

H. In any manner to acquire, enjoy, utilize and to dispose of patents, copyrights and trademarks, and any license or other rights or interests therein and thereunder.

I. To purchase, subscribe for, or otherwise acquire, become interested in, deal in and with, invest in, hold, pledge, sell, mortgage, lend money on, exchange or otherwise dispose of, or turn to account or realize upon as owner, agent, broker, or factor, all forms of securities, including stocks, bonds, debentures, mortgages, notes evidencing shares of or interest in common law trust, trusts, and trust estates or associations, certificates or trust or beneficial interests in trusts, mortgages, contracts and other instruments, securities and rights; to investigate and report with respect to; and to undertake, carry on, aid, assist or participate in the organization, liquidation or reorganization of financial, commercial mercantile, manufacturing, industrial or other business concerns, firms, associations and corporations; to institute, participate in or promote commercial.

mercantile, financial and industrial enterprises and operations.

J. To borrow money and contract debts when necessary in the purchase or acquisition of real, personal and intangible property, business rights or franchises, or for additional working capital or for any other object in or about its business of affairs and without limit as to amount; and to secure the payment of money in any lawful manner.

K. To enter into any partnership, limited or general, as Limited or General Partner, or both, and to enter into any other arrangement for profit-sharing, union of interest, or corporation, with any corporation, association, partnership, syndicate, entity, person or governmental, municipal or public authority in the carrying on of any business or transaction deemed necessary, convenient, or incidental to carrying out any of the purposes of this Corporation.

L. To purchase, hold, sell and transfer shares of its own capital stock; subject, however, to such limitations as may be provided by law; capital stock owned by the Corporation shall not be voted upon directly or indirectly, nor counted as outstanding for the purpose of any stockholders, quorum or vote.

M. To do all acts and everything necessary, suitable, convenient or proper for the accomplishment of any of the purposes hereinafter or before enumerated or incidental to the powers herein named, or which shall at any time appear conducive or expedient for the benefit or protection of the Corporation, either

N. To exercise all of the powers which are now or may

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hereafter be conferred upon corporations generally by the laws of the State of Florida.

ARTICLE XII

The capital stock authorized, the par value thereof, and the characteristics of such stock shall be as follows: SEVEN THOUSAND FIVE HUNDRED (7,500) shares at ONE (\$1.00) DOLLAR par value per share, common stock.

ARTICLE XIV

The amount of capital with which this Corporation shall commence business shall be not less than \$1,000.00.

ARTICLE V

This Corporation shall exist perpetually unless sooner dissolved by law.

ARTICLE VI

The registered office of this Corporation shall be:

c/o JEFFREY M. PERLOW & ASSOCIATES, P.A.
1820 E. Hallandale Beach Boulevard
Hallandale, Florida 33009

The Registered Agent at the above address is JEFFREY M. PERLOW.

ARTICLE VII

This Corporation will be managed by the stockholders. There will be no Directors.

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ARTICLE VIII

The names and addresses of the Officers of the Corporation are:

President: ALAN M. GLIST 16215 NW 15 Avenue
Vice-President: Miami, FL 33169
Secretary: KATHI GLIST
Treasurer:

ARTICLE IX

The name and address of the Incorporator and Registered Agent signing these Articles is:

JEFFREY M. PERLOW
1820 E. Hallandale Beach Boulevard
Hallandale, Florida 33009

ARTICLE X

All of the authorized shares of capital stock of this Corporation have been subscribed for by JEFFREY M. PERLOW.

ARTICLE XI

The Corporation shall indemnify any officer or former officer to the full extent permitted by law.

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


JEFFREY M. PERLOW

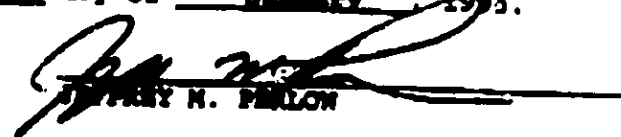
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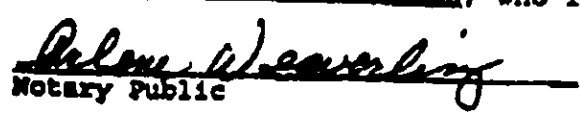
FILED
JAN 23 1995
TALLAHASSEE

IN WITNESS WHEREOF, I, the undersigned, being the
Incorporator hereinabove named, for the purpose of forming a
Corporation to do business both within and without the State of
Florida, do make and file these Articles, hereby declaring and
certifying that the facts herein stated are true, and hereunto set
my hand and seal on this 17 day of JANUARY, 1995.


JEFFREY M. PERLON

STATE OF FLORIDA)
) ss.
COUNTY OF BROWARD)

The foregoing instrument was acknowledged before me this
17 day of JANUARY, 1995, by JEFFREY M. PERLON, who is
personally known to me.


Notary Public

Serial No. _____

My commission expires:



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LAW OFFICES

JEFFREY M. PERLOW & ASSOCIATES, P.A.

1820 EAST HALLANDALE BEACH BOULEVARD
HALLANDALE, FLORIDA 33009

TELEPHONE (305) 456-1333
MIAMI (305) 044-9252
FAX (305) 454-5081

JEFFREY M. PERLOW

BRIAN E. PORT

May 17, 1995

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95 MAY 22 PM 12:39
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

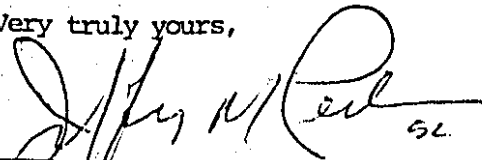
Division of Corporations
Amendment Section
P. O. Box 6327
Tallahassee, FL 32314

Dear Sirs:

Please find enclosed herewith original and copy of Articles of Amendment, together with check in the sum of \$35.00. Kindly file said Articles and forward a filed copy to the undersigned in the enclosed self-addressed envelope.

Thank you for your cooperation.

Very truly yours,


JEFFREY M. PERLOW

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**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF**

GLISTENING PRODUCTIONS, INC.

(present name)

Pursuant to the provisions of section 607.1006, Florida Statutes, this corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted: *(indicate article number(s) being amended, added or deleted)*

Article I is amended to read as follows:

"ARTICLE I. The name of the Corporation shall be
GLIST PRODUCTIONS, INC."

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TALLAHASSEE, FLORIDA

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

THIRD: The date of each amendment's adoption: May 8, 1995.

FOURTH: Adoption of Amendment(s) (check one)

☒ The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.

☐ The amendment(s) was/were approved by the shareholders through voting groups.

The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):


*The number of votes cast for the amendment(s) was/were sufficient for approval by _____.
(voting group)

☐ The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.

☐ The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this 9th day of May, 1995.

Signature



(By the Chairman or Vice Chairman of the Board of Directors,
President or other officer if adopted by the shareholders)

OR

(By a director if adopted by the directors)

OR

(By an incorporator if adopted by the incorporators)

ALAN M. GLIST

Typed or printed name

President

Title