

CORPORATION INFORMATION
SERVICES, INC.
1201 HAYS STREET
TALLAHASSEE, FL 32301
904-222-9171
904-222-0191 FAX

000-142-8086

P95000009871

CSC networks

MAIL TO:
P.O. BOX 5820
TALLAHASSEE, FL 32314

ACCOUNT NO. : 0721000000032

REFERENCE : 537251 119060A

AUTHORIZATION :

COST LIMIT : \$ 122.50

Patricia T. Smith

ORDER DATE : February 6, 1995

ORDER TIME : 1:44 PM

ORDER NO. : 537251

CUSTOMER NO: 119060A

FEDERAL CORPUSCUL

CUSTOMER: Ashling Roche, Esq
ASHLING ROCHE, ESQ

Suite 620
One East Broward Boulevard
Fort Lauderdale, FL 33301

DOMESTIC FILING

P95000009871

NAME: B LOVE ENTERTAINMENT, INC.

X ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

X CERTIFIED COPY
PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Gail L. Shelby

EXAMINER'S INITIALS:

SECRET
TALLAHASSEE, FLORIDA

95 FEB -6 PM 5:20

FILED

120
2-6-95
02/11

ARTICLES OF INCORPORATION
OF
B LOVE ENTERTAINMENT, INC.

FILED
95 FEB -6 PM 5:25
SECRET
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporators of a corporation under the laws of Florida, adopt the following Articles of Incorporation for such corporation:

ARTICLE ONE

The name of this corporation is B LOVE ENTERTAINMENT, INC.

ARTICLE TWO

This corporation may engage in any activity or business permitted under the laws of the United States and the State of Florida, and may do any and all things in a corporate capacity permitted under and not inconsistent with Chapter 607 of the Florida Statutes regarding corporations for profit.

ARTICLE THREE

The maximum number of shares of stock that the corporation is authorized to have outstanding at any one time is 10,000 (ten thousand) shares of common stock of the par value of .01 (one cent) per share.

These shares shall carry preemptive rights.

ARTICLE FOUR

The amount of capital with which the corporation will begin business will not be less than \$500.00 (five hundred) dollars.

ARTICLE FIVE

The corporation shall have perpetual existence.

ARTICLE SIX

The initial street address of the principal office of the corporation will be 7000 West Palmetto Park Road, Boca Raton, Florida 33433.

ARTICLE SEVEN

The number of directors will not be less than one.

ARTICLE EIGHT

The members of the first Board of Directors are to be determined at the first organizational meeting.

ARTICLE NINE

The names and street addresses of each subscriber to the Articles of Incorporation are:

1. Brian Saraceno

7000 West Palmetto Park Road
Boca Raton, Florida 33433.

ARTICLE TEN

The initial bylaws shall be adopted by the Board of Directors. The power to alter, amend or repeal the bylaws or to adopt new bylaws shall be vested in the Board of Directors. The bylaws may contain any provisions for the regulation and management of the affairs of the corporation not inconsistent with the laws of the State of Florida or this Articles of Incorporation.

Any contract or other transaction between the corporation and any one or more of its directors, or between the corporation and any firm of which one or more of its directors are members or employees, or in which one or more of its directors are members or employees, or in which they are interested, or between the corporation any corporation or association of which one or more of its directors are shareholders, members, directors, officers or employees, or in which they are interested, shall be valid for all purposes, notwithstanding the presence of the director or directors at the meeting of the Board of Directors of the corporation that acts upon, or in reference to, the contract or transaction, and notwithstanding his or her participation in the action, if the fact of such interest shall be disclosed or known to the Board of Directors and the Board of Directors shall, nevertheless, authorize or ratify the contract or transaction, the interested director or directors to be counted in determining whether a quorum is present and to be entitled to vote on such authorization or ratification.

ARTICLE ELEVEN

The registered agent for the corporation shall be Ashling Roche. The place designated for service of process shall be One East Broward Blvd., Suite 620, Fort Lauderdale, Florida 33301.

WE, THE UNDERSIGNED, being all of the original subscribers to this Articles of Incorporation, do hereby make, subscribe, acknowledge and file this Articles of Incorporation, do hereby make, subscribe, acknowledge and file this Articles and certify that the facts stated herein are true, and have hereunto set our hand and seals this 27th day of January, 1995.

Brian Saraceno
BRIAN SARACENO

STATE OF FLORIDA)
)SS:
COUNTY OF DADE)

The foregoing instrument was acknowledged before me this 27
day of January, 1995 by Brian Saraceno. He is personally known
to me or has produced personally as identification and
did/did not take an oath.

Notary Public:



GREGORY L. SAGE
COMMISSION # CC 379865
EXPIRES JUN 6, 1998
BONDED THRU
ATLANTIC BONDING CO., INC.

sign

print

State of Florida at Large (Seal)

My Commission Expires: 6 6 98

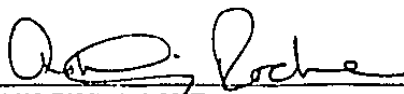
CERTIFICATE DESIGNATING REGISTERED AGENT
AND OFFICE FOR SERVICE OF PROCESS

FILED
95 FEB -6 PM 5:25
TALLAHASSEE, FLORIDA

B LOVE ENTERTAINMENT, INC., a Corporation existing under the laws of the State of Florida with its principal office and mailing address at 7000 West Palmetto Park Road, is named Ashling M. Roche, whose address is One East Broward Blvd., Suite 620, Fort Lauderdale, Florida 33301, as its agent to accept service of process within the State of Florida.

ACCEPTANCE:

Having been named to accept service of process for the above named Corporation, at the place designated in this Certificate, I hereby accept the appointment as Registered Agent, and agree to comply with all applicable provisions of law. In addition, I hereby am familiar with and accept the duties and responsibilities as Registered Agent for said Corporation.


ASHLING ROCHE