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ARTICLES OF INCORPORATION

OF

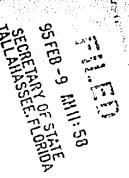
ABSOLUTE ENTERTAINMENT, INC.



ARTICLES OF INCORPORATION

OF

ABSOLUTE ENTERTAINMENT, INC.



We, the undersigned, acting as Incorporator (s), desiring to form a corporation for profit pursuant to the Florida Business Act, adopt (s) the following Articles of Incorporation for such corporation:

ARTICLE 1 - NAME

The name of this corporation is ABSOLUTE ENTERTAINMENT, INC.

ARTICLE II - DURATION

This corporation shall begin its corporate existance as of the filing of these Articles of Incorporation and shall exist perpetually unless dissolved by operation of law.

ARTICLE III - GENERAL PURPOSE

This corporation is organized for the purpose of transacting any and all lawful business authorized and not prohibited by the Florida Business Corporation Act, as the same may be from time to time amended.

<u> ARTICLE IV - CAPITAL STOCK</u>

This corporation is authorized to issue one hundred (100) shares of capital stock, which shall be designated Common Shares with a par value of One and No/100 Dollars (\$100.00). The Directors of the Corporation are authorized and empowered to issue the capital stock of the Corporation as they in their discretion shall determine.

ARTICLE V - PRINCIPAL OFFICE INITIAL REGISTERED OFFICE AND ACENT

The street address of the principal office and initial registered office of this corporation is 1890 Kentucky Avenue, Winter Park, FL 32789, and the name of the initial registered agent of this corporation at that address is Raymond Myers.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

- A. This corporation shall have one director initially.
- B. The number of directors of this corporation may be increased or decreased from time to time pursuant to By-Laws adopted by the Directors, but shall never be less than one (1).
- C. The names and addresses of the initial members of the Board of Directors who shall hold office until their successors are duly elected and have qualified are:

Name

Raymond Myers

Adctess

1890 Kentucky Avenue

Winter Park, Florida 32789

ARTICLE VII - INCORPORATOR

The name and address of the Incorporator of this corporation is:

Name

Raymond Myers

Address

1890 Kentucky Avenue

Winter Park, Florida 32789

ARTICLE VIII - BY-LAWS

The power to adopt, alter or repeal by-laws shall be vested in the Board of Directors.

ARTICLE VIV - INDEMNIFICATION

This corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by the Florida Business Corporate Act.

ARTICLE X - AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholder is subject to this reservation.

INWITNESS WHEREOF, the undersigned has executed these Articles at Orlando, Florida, this 6TH day of FFR 1995.

- Page 2 -

STATE OF FLORIDA)
COUNTY OF ORANGE)

The foregoing instrument was acknowledged before me this 6 day of Feb (1995, Feb) (1995, F

(Type name of Notary) NOTARY PUBLIC My Commissin Expires:

PERSONALLY KNOWN
OR
PRODUCED IDENTIFICATION

TYPE OF IDENTIFICATION PRODUCED:

Driver's License

, C

ACCEPTANCE BY REGISTERED AGENT

Having been named as registered agent for the above stated corporation at the place designated in the Articles of Incorporation, I hereby agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

YVAN MAXY
MY COMMESSION # CC 597852
EUPIRES: August 3, 1998
Writery Public Lindownthers

Raymond Myers Registered Agent

Mailing Address Mailing Ad	N. LION SELECT		
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