

LAW OFFICES  
**JEFFREY E. LEVEY, P.A.**  
NationsBank Tower at International Place  
100 S.E. 2nd Street  
Suite 1250  
Miami, Florida 33131

Jeffrey E. Levey

Michele Haft Hudson

Telephone: (305) 374-4900  
Telecopier: (305) 372-0863

March 16, 1995

Certified Mail/Return Receipt Requested

Secretary of State  
Division of Corporations  
409 E. Gaines Street  
Tallahassee, FL 32339

3000001435793  
-03/22/95--01010--011  
\*\*\*122.50 \*\*\*122.50

P95000023071

Re: Filing of Articles of Incorporation of  
Mega Dance International, Inc. (the "Corporation")

Dear Sir/Madam:

In connection with the above referenced matter, I am enclosing  
the following for filing with the Secretary of State:

1. One original and one executed copy of the Corporation's  
Articles of Incorporation; and
2. One original and one copy of the executed copy of the  
Corporation's Registered Agent Certificate.

Also enclosed is a check made payable to the Secretary of  
State in the amount of \$122.50 to cover the cost of the following  
filing fees:

- |                                 |              |
|---------------------------------|--------------|
| 1. Profit Florida Corporation   | \$ 35.00     |
| 2. Registered Agent Designation | 35.00        |
| 3. Certified Copy of Articles   | <u>52.50</u> |

Total Filing Fees	<u>\$122.50</u>
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Please return the certified copy of the Articles of  
Incorporation and Registered Agent Certificate to me via Federal  
Express using the enclosed, pre-addressed label.

Thank you for your attention to these matters.

Very truly yours,

*R. Ramphal*

Roscina A. Ramphal  
(Assistant to Jeffrey E. Levey)

3/22/95  
P95-23071

FILED  
1995 MAR 21  
TALLAHASSEE, FL

ARTICLES OF INCORPORATION  
OF  
MEGA DANCE INTERNATIONAL, INC.

FILED  
1985 MAR 21 AM 11:17  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of the corporation is Mega Dance International, Inc. (the "Corporation").

ARTICLE II - PURPOSE

The Corporation is organized for the purpose of transacting any or all lawful business for corporations organized under The Florida Business Corporation Act of the State of Florida.

ARTICLE III - CAPITAL STOCK

The aggregate number of shares which the Corporation shall have the authority to issue is 1,000 shares of Common Stock, par value \$.01 per share.

ARTICLE IV - INITIAL REGISTERED AGENT

The mailing and street address of the initial registered office of this Corporation is 11251 S.W. 48th Street, Miami,

Florida 33165; and the name of the initial registered agent of this Corporation is Margaret Burns.

**ARTICLE V - PRINCIPAL OFFICE ADDRESS**

The mailing and street address of the principal office of this Corporation is 11251 S.W. 48th Street, Miami, Florida 33165.

**ARTICLE VI - INITIAL BOARD OF DIRECTORS**

The Corporation shall have two (2) initial directors. The number of directors may be either increased or decreased from time to time as provided in the Corporation's Bylaws, but shall never be less than one (1). The names and addresses of the initial directors of this Corporation are:

Wilson Barrera  
11251 S.W. 48th Street  
Miami, Florida 33165

Margaret Burns  
11251 S.W. 48th Street  
Miami, Florida 33165

**ARTICLE VII - INCORPORATOR**

The name and address of the person signing these Articles of Incorporation is:

Michele Haft Hudson, Esquire  
Jeffrey E. Levey, P.A.  
NationsBank Tower at International Place  
100 S.E. 2nd Street  
Suite 1250  
Miami, Florida 33131

IN WITNESS WHEREOF, the undersigned Incorporator has  
executed these Articles of Incorporation this 1st day of  
March, 1995.

  
Michele Haft Hudson  
Incorporator

**CERTIFICATE DESIGNATING THE ADDRESS  
AND AN AGENT UPON WHOM PROCESS MAY BE SERVED**

**FILED**  
1995 MAR 21 AM 11:17  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**W I T N E S S E T H:**

That Mega Dance International, Inc. (the "Corporation"), desiring to organize under the laws of the State of Florida, has named Margaret Burns as its agent to accept service of process within this state.

Mega Dance International, Inc.  
11251 S.W. 48th Street  
Miami, Florida 33165

**ACKNOWLEDGMENT:**

Having been named to accept service of process for the Corporation, at the place designated in this Certificate, I hereby agree to act in this capacity, and further, agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I accept the duties and obligations of Section 607.0505, Florida Statutes.

Dated this 1st day of March, 1995.

Margaret Burns  
Margaret Burns, Registered Agent

P95000023071

Wendy Barrera/Margaret Burns  
President/Secretary  
3417 Coronado Drive  
Sarasota, FL 34231

Mega Dance International, Inc.

Telephone & Fax 941-927-0350

9th April, 1996

FLORIDA DEPARTMENT OF STATE  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

RE: Mega Dance International, Inc. - Document Number: P95000023071

Dear Ms. Mortham:

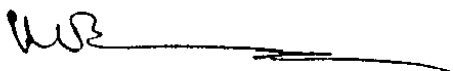
Please change the address for the above Corporation from 11251 S. W. 48th Street, Miami, FL to our new address as stated in the letterhead.

The Directors of the Corporation and the registered agent's address is also changed to the above address in Sarasota, FL. If you have any questions please feel free to call me at any time at the above telephone/fax number.

Also, please send me a 1996 Profit Corporation Annual Report Packet as the original one must have been sent to the old address and has not been forwarded.

Thank you for your attention.

Sincerely,



Margaret Burns  
Registered Agent

MEGA DANCE INTERNATIONAL, INC.

By: 

President

mntu  
4.12.96

P95000023071

ARTICLES OF MERGER  
Merger Sheet

MERGING: -----

MEGA DANCE INTERNATIONAL, INC., a Florida corporation (Charter  
#P95000023071)

INTO

AFTER SUPPER PRODUCTIONS, INC., a Florida corporation, S49222.

File date: August 9, 1996

Corporate Specialist: Louise Flemming-Jackson