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BARRY L. WILKINSON

March 28, 1995

L. PETER JOHNSON (1942-1995)

Florida Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

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***122.50 ***122.50

Re: Jurgen Multimedia Entertainment, Inc.

Gentlemen:

Please find enclosed the executed Articles of Incorporation and designation of registered agent of Jurgen Multimedia Entertainment, Inc., for filing in the appropriate records. Our firm's check in the amount of \$122.50 is also enclosed to cover the filing costs. Please return a certified copy to my attention.

Please call me with any questions.

Sincerely,

Koko Head
Koko Head

KH/td
encl.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 APR 12 AM 10:53

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KAN 34-4



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

April 4, 1995

KOKO HEAD, ESQ.
P.O. BOX 59
JACKSONVILLE, FL 32201

SUBJECT: JURGEN MULTIMEDIA ENTERTAINMENT, INC.
Ref. Number: W9500007214

We have received your document for JURGEN MULTIMEDIA ENTERTAINMENT, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The corporate name must be identical throughout the document.

Corporate names cannot be filed with special or foreign language characters (i.e. the U-umlaut). Please correct the name accordingly.

The registered agent must sign accepting the designation.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6915.

Kevin Nickens
Document Specialist

Letter Number: 795A00015173

**ARTICLES OF INCORPORATION
OF**

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

95 APR 12 AM 10:53

JURGEN MULTIMEDIA ENTERTAINMENT, INC.

ARTICLE I

NAME

The name of this corporation is Jurgen Multimedia Entertainment, Inc.

ARTICLE II

PRINCIPAL OFFICE

The principal office and mailing address of this corporation is 707 Mill Creek Road, Suite 200, Jacksonville, Florida 32211.

ARTICLE III

CAPITAL STOCK

This corporation is authorized to issue 1,000 shares of common stock with a part value of Ten Cents (\$0.10) per share, which shares shall be and hereby are designated as "Common Shares." Without action by the stockholders, any or all of the authorized shares may be issued by the corporation from time to time for such consideration as may be fixed by the Board of Directors of this corporation.

ARTICLE IV

INITIAL REGISTERED OFFICE AND AGENT

The initial registered office of this corporation in the State of Florida is One Independent Drive, Suite 3000, Jacksonville, Florida 32202. The name of the initial registered agent of this corporation at that address is Koko Head. The Board of Directors

may, from time to time, change the registered agent or move the registered office to any other address in Florida.

ARTICLE V

INCORPORATOR

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

NAME

ADDRESS

Michael Scott Yeargin


707 Mill Creek Road, Suite 200
Jacksonville, Florida 32211

ARTICLE VI

AMENDMENTS

These Articles of Incorporation may be amended in the manner provided by law. Both the shareholders and the Board of Directors may repeal, amend or adopt Bylaws for the corporation, pursuant to these Articles, except that the shareholders may prescribe in any Bylaw made by them that such Bylaw shall not be altered, repealed or amended by the Board of Directors.

IN WITNESS WHEREOF, the undersigned Incorporator, being a natural person competent to contract, has hereunto set his hand and affixed his seal this 26th day of March, 1995.

 (Seal)
Michael Scott Yeargin

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

95 APR 12 AM 10:53

REGISTERED AGENT OF
JURGEN MULTIMEDIA ENTERTAINMENT, INC.

Pursuant to Sections 48.091 and 607.0501, Florida Statutes, the undersigned, having been designated as the initial Registered Agent for the service of process within the State of Florida upon Jurgen Multimedia Entertainment, Inc., a corporation organized under the laws of the State of Florida, does hereby accept the appointment as such Registered Agent for the above-named corporation, and does hereby agree to comply with the provisions of Section 48.091 (2) relative to keeping open the Registered Office of said corporation, which Registered Office is located at One Independent Drive, Suite 3000, Jacksonville, Florida, 32202.

IN WITNESS WHEREOF, I, such designated Registered Agent, have hereunto set my hand and seal at Jacksonville, Florida on this 28th day of March, 1995.

Koko Head
Koko Head
Registered Agent