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THOMAS, MAYES, & MITCHELL, P.A.

PP500003468 /

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TROY A. RAFFERTY
LOUIS K. ROSENBLUM
LEO A. THOMAS
SAM A. VIVIANO

April 27, 1995

State of Florida
Secretary of State
Divisions of Corporations
Post Office Box 6327
Tallahassee, FL 32314

ATTENTION: New Filings

Re: Bull Moose Productions, Inc.

Gentlemen:

Enclosed please find an original and one (1) copy of the Articles of Incorporation for Bull Moose Productions, Inc., as well as my check for \$122.50. Please file the original articles and send the undersigned one (1) certified copy.

Thank you for your attention to this matter, and please give us a call if you have any questions.

Very truly yours,

R. Larry Morris

R. Larry Morris

RLM/cah
Enclosures

CORRESPONDENCE-
P.O. BOX 12308
PENSACOLA, FL 32581

OFFICE
226 S. PALAFOX STREET
PENSACOLA, FL 32501

CONTACT
TELEPHONE: 904-435-7000
FAX: 904-469-8501

7:11 PM
93 APR 28 PM 6:41
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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****122.50 ****122.50

5/4/95
[Signature]

**ARTICLES OF INCORPORATION
OF
BULL MOOSE PRODUCTIONS, INC.**

RECORDED
MAR 23 AM 6:41
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I: NAME

The name of this corporation is BULL MOOSE PRODUCTIONS, INC.

ARTICLE II: NATURE OF BUSINESS

The general nature of the business to be transacted by this corporation is to produce and publish songs, lyrics, music, as well as all other forms of entertainment that are included, but not limited to all forms of audio and visual entertainment, as well as to manage recording artists, as well as other types of entertainers. The corporation may also own, mortgage, pledge, sell, assign, transfer, or otherwise dispose of, and invest in, trade in, deal in and with, goods, wares, merchandise, real and personal property, and services of every class, kind and description; except that it is not to conduct a banking, safe deposit, trust, insurance, surety, express, railroad, canal, telegraph, telephone or cemetery company, a building loan association, mutual fire insurance association, cooperative association, fraternal benefit society, state fair or exposition.

ARTICLE III: CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is one thousand (1,000) shares of common stock having a nominal or par value of One and No/100 (\$1.00) Dollar per share.

ARTICLE IV: INITIAL CAPITAL

The amount of capital with which this corporation will begin business is not less than Five Hundred and No/100 (\$500.00) Dollars.

ARTICLE V: TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI: ADDRESS

The initial address of the principal office of the corporation in the State of Florida is 4045 Connell Drive, Pensacola, Florida, 32503; however, the mailing address is Post Office Box 1894, Pensacola, FL 32589. The Board of Directors may, from time to time, move the principal office to any other address in Florida.

ARTICLE VII: DIRECTORS

This corporation shall have two (2) directors initially. The number of directors may be increased or diminished, from time to time, by Bylaws adopted by the stockholders, but shall never be less than one (1).

ARTICLE VIII: INITIAL DIRECTORS

The names and addresses of the members of the first Board of Directors are:

R. Larry Morris	Joseph A. Grenier
4045 Connell Drive	106 Beech Street
Pensacola, FL 32503	Pensacola, FL 32506

ARTICLE IX: SUBSCRIBER

The name and mailing address of the subscriber of these Articles of Incorporation, the number of shares of stock, and the value of the consideration therefor are:

<u>NAME</u>	<u>ADDRESS</u>	<u>SHARES</u>	<u>CONSIDERATION</u>
R. Larry Morris	4045 Connell Drive Pensacola, FL 32503	250	\$1.00 per share
Joseph A. Grenier	106 Beech Street Pensacola, FL 32506	250	\$1.00 per share

ARTICLE X: AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholder's meeting by a simple majority of the stock entitled to vote thereon.

ARTICLE XI: TRANSFER OF STOCK

Unless all stockholders consent in writing, no stockholder, nor the executor or administrator of any deceased stockholder, shall transfer stock in this company without first notifying the company of the name of the proposed transferee, and obtaining the consent of the Board of Directors for said transfer under limitations and provisions of the corporate Bylaws. Furthermore, the stockholders of this corporation may include in any agreement among themselves and BULL MOOSE PRODUCTIONS, INC.

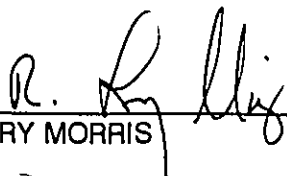
any limitations upon the transferability, pledge, or assignment of the corporate stock, as well as confer upon the stockholders preemptive rights of purchase as conditions precedent to the sale of stock.

ARTICLE XII: CORPORATE STOCK LIEN

This corporation shall have a first and prior lien upon any and all of its outstanding shares of capital stock and upon dividends earned thereon for any indebtedness owing by the owner of any of said stock to the corporation. The said lien shall cover any indebtedness whether due or to become due, whether now existing or which may hereafter be created, whether contingent or fixed, and whether primary or secondary.

ARTICLE XIII: REGISTERED OFFICE AND AGENT

The initial registered office of this corporation shall be located at 4045 Connell Drive, Pensacola, FL 32503, and the name of the initial registered agent of this corporation at that address shall be R. Larry Morris. The Board of Directors may change the registered office and agent of the corporation, from time to time, in the manner provided by law.



R. LARRY MORRIS



JOSEPH A. GRENIER

STATE OF FLORIDA
COUNTY OF ESCAMBIA

The foregoing instrument was acknowledged before me this 21 day of April, 1995, by R. Larry Morris, who is personally known to me or who has produced his driver's license as identification and who did not take an oath.

Kathleen Marie Stuart
Notary Public, State of Florida

My Commission Expires: 8/24/97

STATE OF FLORIDA
COUNTY OF ESCAMBIA



KATHLEEN MARIE STUART
"NOTARY PUBLIC-STATE OF FL"
COMM. EXP: AUGUST 24, 1997
COMM. NO: CC 318718

The foregoing instrument was acknowledged before me this 21 day of April, 1995, by Joseph A. Grenier, who is personally known to me or who has produced his driver's license as identification and who did not take an oath.

Kathleen Marie Stuart
Notary Public, State of Florida

My Commission Expires: 8/24/97



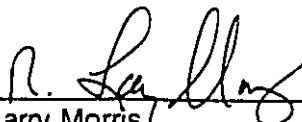
KATHLEEN MARIE STUART
"NOTARY PUBLIC-STATE OF FL"
COMM. EXP: AUGUST 24, 1997
COMM. NO: CC 318713

RESIDENT AGENT'S CERTIFICATE

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

First, that BULL MOOSE PRODUCTIONS, INC., desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation in Escambia County, Florida, has named R. Larry Morris, 4045 Connell Drive, Pensacola, FL 32503, as its agent to accept service of process within this State.

ACKNOWLEDGMENT: Having been named to accept service of process for the above-stated corporation at the place designated in this certificate, I hereby agree to act in such capacity, and further agree to comply with the provisions of said Act relative to keep said office open.



R. Larry Morris,
Registered Agent