

LAW OFFICES OF
BARR, MURMAN, TONELLI, HERZFELD & RUBIN

201 EAST KENNEDY BLVD., SUITE 601
POST OFFICE BOX 172118
TAMPA, FLORIDA 33672-0118
(813) 223-3051 • FACSIMILE (813) 220-2254 • TAX I.D. 59-1740618

BILLY R. BARR, J.D.
JOHN R. DIXON
LEON H. JONES
ELLEN H. LORENZEN
MITCHELL L. MEEKS
JAMES A. MURMAN
DANIEL H. SLEET
MICHAEL A. TONELLI

*BOARD CERTIFIED WORKERS'
COMPENSATION LAWYERS

P95000045502

HERZFELD & RUBIN
601 BRICKELL AVENUE, SUITE 1601
MIAMI, FLORIDA 33131
DADE: (305) 381-7999
TELEFAX: (305) 381-8203

HERZFELD & RUBIN
OULF ATLANTIC CENTER, SUITE 400
1901 WEST CYPRESS CREEK ROAD
FT. LAUDERDALE, FLORIDA 33309
(305) 772-3599

DECICCO, HERZFELD & RUBIN
FIRST UNION BUILDING
20 NORTH ORANGE AVENUE, SUITE 607
ORLANDO, FLORIDA 32801
(407) 841-6391

June 1, 1995

Corporate Records Bureau
Division of Corporations
Department of State
Post Office Box 6327
Tallahassee, Florida 32301

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-06/06/95--01030--007
*****122.50 *****122.50

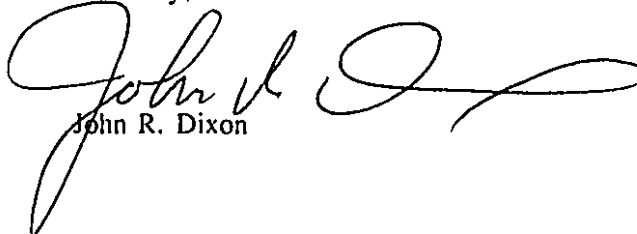
**RE: Articles of Incorporation of
Tazz Productions, Inc.**

Dear Sir/Madam:

Enclosed please find the original and one copy of the Articles of Incorporation regarding **Tazz Productions, Inc.** together with a certificate designating resident agent and a check for the amount of \$122.50 to cover the cost for filing same.

I appreciate your attention in this matter. If you should have any questions, please feel free to contact this office.

Sincerely,


John R. Dixon

JRD/slw
Enclosures as Indicated

FILED
JUN - 6 1995
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

F. CHESSER JUN 13 1995

ARTICLES OF INCORPORATION
OF
TAZZ PRODUCTIONS, INC.

FILED
1993 JUN -6 AM 10:37
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I the undersigned, being of full age, do hereby, for the purpose of forming and organizing a corporation for profit under the provisions of the Corporation Laws of the State of Florida, adopt and declare the following Articles of Incorporation covering the existence and organization of the corporation.

ARTICLE I - NAME

The name of this corporation shall be:

TAZZ PRODUCTIONS, INC.

ARTICLE II - DURATION

The existence of this corporation shall begin upon the filing with the Secretary of State's office, and thereafter the existence of this corporation shall be perpetual.

ARTICLE III - PURPOSE

The general nature of the business to be transacted by this corporation, or the objects or purposes of the corporation shall be as follows:

- a. To engage in the operation of musical entertainment.
- b. To own real and personal property necessary for the rendering of the above services.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 100 shares of One Dollar (\$1.00) per value common stock. Each of the said shares of stock shall entitle the holder thereof to One (1) vote at any meeting of the stockholders. All or any part of said capital stock may be paid for in cash, in property, or in labor or services at a fair valuation to be fixed by the Board of Directors at a meeting called for such purposes. All stock when issued shall be paid for and shall be non-assessable. The corporation is authorized to issue only one class of stock, and all issued stock shall be held of record by not more than thirty (30) persons. Stock shall be issued and transferable only to natural persons who are not nonresident aliens.

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 14831 Oak Vine Drive, Lutz, FL 33549 and the name of the initial registered agent of this corporation is: MICHAEL J. WILLIAMS.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have three (3) directors. The number of directors may be increased from time to time by the by-laws. The name and address of the initial directors of this corporation are:

MICHAEL J. WILLIAMS
14831 Oak Vine Drive
Lutz, FL 33549

MARVIN T. WILLIAMS
14831 Oak Vine Drive
Lutz, FL 33549

GWENDOLYN C. WILLIAMS
14831 Oak Vine Drive
Lutz, FL 33549

ARTICLE VII

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

ARTICLE VIII - ISSUANCE OF SHARES

The shares of capital stock of this corporation shall be issued initially to:

MICHAEL J. WILLIAMS	34 Shares
MARVIN T. WILLIAMS	33 Shares
GWENDOLYN C. WILLIAMS	33 Shares

ARTICLE IX - AMENDMENTS

The right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment hereto, is reserved unto the shareholders.

ARTICLE X - SUBSCRIBERS

The name and address of the subscriber to these Articles of Incorporation is:

MICHAEL J. WILLIAMS
14831 Oak Vine Drive
Lutz, FL 33549

IN WITNESS WHEREOF, the undersigned subscriber executed these Articles of Incorporation this 28 day of May, 1995.

Michael J. Williams
MICHAEL J. WILLIAMS

STATE OF FLORIDA

COUNTY OF HILLSBOROUGH

BEFORE ME, the undersigned authority, on this 28th day of May, 1995, personally appeared MICHAEL J. WILLIAMS, to me well known to be the person described and who signed the foregoing Articles of Incorporation, and acknowledged to me that he executed the same freely and voluntarily, for the uses and purposes therein expressed.

WITNESS my hand and official seal the date aforesaid.

Deborah A. Bagsby
Notary Public

Deborah A. BAGSBY
Printed Name of Notary Public
My Commission Expires:



DEBORAH A. BAGSBY
MY COMMISSION # 00283991 EXPIRES
May 10, 1997
BONDED THRU TROY FAIR INSURANCE, INC.

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

In compliance with Section 48.091, Florida Statutes, the following is submitted:

That TAZZ PRODUCTIONS, INC. desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at 14831 Oak Vine Drive, Lutz, FL 33549 has named MICHAEL J. WILLIAMS as its Agent to Accept Service of Process within Florida.

Michael J. Williams
MICHAEL J. WILLIAMS
TITLE: Subscriber
DATE: *May 28, 1995*

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 this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

Michael J. Williams
MICHAEL J. WILLIAMS
Resident Agent
DATE: *May 28, 1995*

FILED
1995 JUN 8 AM 10:37
SECRETARY OF STATE
TALLAHASSEE, FLORIDA