

P95000055/98

June 23, 1995

ROBERT C. O'KANE
12692 WOODMILL DR.
PALM BEACH GARDENS, FL 33410

SUBJECT: R&B PRODUCTIONS INC.
Ref. Number: W95000012878

*original validation
last*

10000152 0541

06/22/95 01046 009

\$122.50

We have received your document for R&B PRODUCTIONS 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 name designated in your document is unavailable since it is

the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name DOES NOT constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

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) 487-6931.

Steven Godfrey

FILED
95 JUN 30 AM 11:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

W95-12878

Corporate Specialist Letter Number: 505A000030057
Division of Corporations - P.O. BOX 6427 Tallahassee, Florida
32314

R&B Productions Inc.

1 & REGISTER JUL 6 1995
789, 691, 706, 671



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

July 7, 1995

ROBERT C O'KANE
12692 WOODMILL DR
PALM BEACH GARDENS, FL 33418

We have received your document for B. AND R. PRODUCTIONS 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 document must state the number of shares of authorized stock.

We regret that we were unable to contact you by phone. Please return the corrected document with a letter providing us with a telephone number where you can be reached during working hours.

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) 487-6919.

Beth Register
Corporate Specialist Supervisor

Letter Number: 295A00032786

*South Florida Funn Lines
B & R Productions*

* Robert C. O'Kane,
President

* Brian White,
Vice-President

12692 Woodmill Drive
Palm Beach Gardens, Florida 33418

(407) 624-1520
(407) 552-6846 (beeper)

12 July 1995

To Whom It May Concern

*Please note change of stock shares in
the papers Please, Please I beg. Can you act
promptly on this I'm almost "starved" I do
thank you very much! If I'm needed, please call
my home mob at (407) 552 6846 This is available
24 hrs a day*

Again

Thank you

R. C. O'Kane

ARTICLES OF INCORPORATION

of 1

~~B&B Productions~~ - B. and R. Productions, INC.
(name of corporation)

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

ARTICLE I - CORPORATE NAME

The name of the corporation is:

~~B&B Productions Inc.~~ B. and R. Productions INC

ARTICLE II - DURATION

This corporation shall exist perpetually unless dissolved according to Florida law.

ARTICLE III - PURPOSE

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue ONE THOUSAND (~~ONE THOUSAND~~) shares (1,000) of ONE Dollar(s) (\$ 1.00) par value Common Stock, which shall be designated "Common Shares."

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the Initial Registered Agent office and the name of the Initial Registered Agent at that office is:

NAME	Robert C. O'Kane		
ADDRESS	12692 Woodmill Drive		
CITY	Palm Beach Gardens	FLORIDA	Florida ZIP 33418

The principal office, if known, or the mailing address of the corporation is:

NAME	<u>B. and R. Productions INC</u>		
ADDRESS	12692 Woodmill Drive		
CITY	Palm Beach Gardens	FLORIDA	Florida ZIP 33418

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have two (2) directors initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The names and addresses of the initial director(s) of the corporation are as follows:

NAME	Robert C. O'Kane		
ADDRESS	12692 Woodmill Drive		
CITY	Palm Beach Gardens	STATE	Florida ZIP 33418
NAME	Brian Desmond White		
ADDRESS	16077 120th Avenue North		
CITY	Jupiter	STATE	FLorida ZIP 33478
NAME			
ADDRESS			
CITY		STATE	ZIP

ARTICLE VII - INCORPORATORS

The names and addresses of the incorporators signing these Articles of Incorporation are as follows:

NAME	Robert C. O'Kane		
ADDRESS	1269 1/2 Woodmill Drive		
CITY	Palm Beach Gardens	STATE	Florida ZIP 33418
NAME	Brian Desmond White		
ADDRESS	16077 120th Avenue North		
CITY	Jupiter	STATE	Florida ZIP 33478
NAME			
ADDRESS			
CITY		STATE	ZIP

IN WITNESS WHEREOF, the undersigned subscriber(s) have executed these Articles of Incorporation this 14th day of June, 19 95.

[Signature] (Seal)

[Signature] (Seal)

[Signature] (Seal)



CERTIFICATE AND ACKNOWLEDGEMENT
OF REGISTERED AGENT

CERTIFICATE OF REGISTERED AGENT

OF

~~B&B Productions~~ - B&B Productions, INC.
(name of corporation)

Pursuant to Florida Statutes Sections 48.091 and 607.6501, the following is submitted:
The above corporation, desiring to organize under the laws of the State of Florida with
its registered office as indicated in the Articles of Incorporation

at 12692 Woodmill Drive


Palm Beach Gardens, Florida

has named Robert C. O'Kane

located at the aforesaid address, as its Registered Agent to accept service of process
within this state.

ACKNOWLEDGEMENT

Having been named as Registered Agent to accept service of process for the above
stated corporation at the place designated in this certificate, and being familiar with
the obligations of that position, I hereby accept to act in this capacity, and agree to
comply with the provisions of Florida Law in keeping open said office.


(registered agent)