

P95000057962

PAUL SAFRAN, JR., P.A.
A PROFESSIONAL ASSOCIATION

SUITE 204
265 SUNRISE AVE.
PALM BEACH, FLORIDA 33480

TELEPHONE
(407) 832-5696
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July 24, 1995

BY FEDERAL EXPRESS

Secretary of State
State of Florida
Division of Corporations
409 East Gaines Street
Tallahassee, FL 32399

EFFECTIVE DATE
July 19, 1995

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 JUL 25 AM 10:05

Re: MTL Entertainment Group, Inc.

Gentlemen:

Enclosed you will find two duplicate original Articles of Incorporation for MTL Entertainment Group, Inc. to be filed. Also enclosed is a check in the amount of \$122.50 which represents the following:

\$35.00	filing fee
\$35.00	registered agent fee
\$52.50	certified copy fee

Please mail notification that this document has been filed with the State and a certified copy of same to:

Paul Safran, Jr., P.A.
265 Sunrise Avenue - Suite 204
Palm Beach, Florida 33480.

I have enclosed a prepaid envelope for your convenience in returning these documents to us.

If you have any questions, or require additional information, please call me at (407) 832-5696.

Very truly yours,

Paul A. Jr.

Paul Safran, Jr.

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Enclosures

ARTICLES OF INCORPORATION
OF

MTL ENTERTAINMENT GROUP, INC.

EFFECTIVE DATE

July 19, 1995

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 the corporation shall be: MTL ENTERTAINMENT GROUP, INC. The principal place of business of this corporation shall be 9126 Vineyard Lake Drive, Plantation, Florida 33324.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock having \$1.00 par value per share.

ARTICLE IV. ADDRESS

The street address of the initial registered office of the corporation shall be 265 Sunrise Avenue, Suite 204, Palm Beach, Florida 33480, and the name of the registered agent of the corporation at that address is Paul Safran, Jr.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

This corporation shall have no Directors, initially. The affairs of the Corporation will be managed by the shareholders until such time Directors are designated as provided by the Bylaws.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATE AFFAIRS
95 JUL 25 AM 10:05

ARTICLE VII. COMMENCEMENT OF EXISTENCE

The corporation shall commence its existence on July 19, 1995.

ARTICLE VIII. INCORPORATOR

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

Anthony Kessler
9126 Vineyard Lake Drive
Plantation, Florida 33324

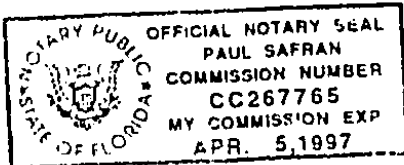
IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal on this 19 day of July 1995.



Anthony Kessler

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
93 JUL 25 AM 10:05


STATE OF FLORIDA)
) SS:
COUNTY OF BROWARD)

The foregoing instrument was acknowledged before me this 19 day of July, 1995 by ANTHONY KESSLER, who is (personally known to me and who (did/did not) take an oath.




Notary Public

Paul Safran, Jr., having been designated to act as Registered Agent, hereby agrees to act in this capacity.


Paul Safran, Jr.