



U.S. Housing & Development Corporation

THE CENTRE AT PALMA STREING  
3900 STREING ROAD  
COOPER CITY, FLORIDA 33024  
(800) 412-2200 FAX (305) 412-2016

July 27, 1995

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

Gentlemen:

Enclosing Articles of Incorporation for 4F Productions,  
Inc. and check in the amount of \$128.50 payable to  
Secretary of State.

If you have any questions concerning the enclosed  
please do not hesitate to contact me.

Very truly yours,

Marilyn Schenk  
Office Manager

MS/m

RECEIVED  
DIVISION OF STATE  
CORPORATIONS  
JUL 31 1995

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-08/01/95--01036--002  
\*\*\*\*128.50 \*\*\*\*128.50

ARTICLES OF INCORPORATION  
OF

4F PRODUCTIONS, INC.

The undersigned subscriber hereby forms a Corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

4F PRODUCTIONS, INC.

The principal place of business of this corporation shall be 9900 Stirling Road, Suite 200, Cooper City, Florida 33024 and the mailing address shall be the same.

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 10,000,000 shares of common stock having no par value per share.

ARTICLE IV. ADDRESS

The street address of the initial registered office of the corporation shall be 9900 Stirling Road, Suite 200, Cooper City, Florida 33024 and the name of the initial registered agent of the corporation at that address is STEVEN A. FRANKEL, P.A. - ATTN: STEVEN A. FRANKEL

ACKNOWLEDGMENT: Steven A. Frankel, P.A., a Florida Professional Association authorized to transact business in this State, having a business office identical with the registered office of the corporation named above, and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

STEVEN A. FRANKEL, P.A.

BY:

Steven A. Frankel, as Pres.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually

ARTICLE VI. OFFICERS AND DIRECTORS

This corporation shall have two officers and two directors, initially. The name and street address of the initial officers and directors who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

Steven A. Frankel 9900 Stirling Road, Ste 200  
President/Sec./Treasurer/Director Cooper City, Florida 33024

ARTICLE VII. AMENDMENT

These articles may only be amended by the vote of Shareholders holding Sixty Five (65%) Percent of the outstanding shares of the Corporation.

ARTICLE VIII. DISSOLUTION

This Corporation may only be dissolved by the unanimous vote of the Shareholders holding Sixty Five (65%) Percent Percent of the outstanding shares of the Corporation.

ARTICLE IX. SUBSCRIBER

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

STEVEN A. FRANKEL 9900 Stirling Road, Suite 200  
Cooper City, Florida 33024

IN WITNESS WHEREOF, the undersigned has hereunto set forth his hand and seal on this 18th day of July, 1995.

STEVEN A. FRANKEL

STATE OF FLORIDA )

COUNTY OF BROWARD)

The foregoing instrument was acknowledged before me this 18th day of July, 1995, by Steven A. Frankel.

my commission expires:

NOTARY PUBLIC, STATE OF FLORIDA



SANDRA FRANKEL  
My Commission CC300678  
Expires Jul. 07, 1997  
Bonded by HAI  
800-422-1555



P95000059165

**SUICIDE BLONDE PRODUCTIONS, INC.**

9900 Stirling Road, Cooper City, Florida 33024 (305) 432-2200 FAX (305) 437-7916

July 22, 1996

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

RE: 4F Productions, Inc. name change to Sunrise Entertainment Corporation.

To whom it may concern:

Enclosed please find our check in the amount of \$35.00 for the above name change, together with one original Amendment to the Articles of Incorporation changing our name to Sunrise Entertainment Corporation.

Please file and provide confirmation to me. Enclosed please additionally find a self addressed stamped envelope.

Thank you for your time and cooperation.

Cordially

Steven A. Frankel,  
President

SAF/ms

Enclosure

N. HENDRICKS JUL 30 1996

Amend.

ARTICLES OF AMENDMENT  
TO  
4F PRODUCTIONS, INC.  
A Florida Corporation

Whereas, at a special meeting of the Board of Directors and Shareholders, duly called and held in the City of Cooper City, Florida, on the 10th of July, 1996, at 10 A.M., at which meeting 100% of the shares of the capital stock of said Corporation issued and outstanding were represented in person or by proxy, a resolution was adopted by unanimity authorizing the change of name of the corporation to SUNRISE ENTERTAINMENT CORPORATION and whereas, the Officers were authorized and directed to make, execute and file a certificate under the corporate seal of the Corporation embracing the foregoing resolution.

NOW, THEREFORE WITNESSETH:

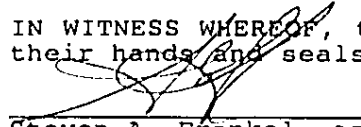
1. Article I of the Articles of Incorporation of this corporation is hereby amended so as to change the name of the Corporation from 4F PRODUCTIONS, INC. to SUNRISE ENTERTAINMENT CORPORATION and that to the end Article I is hereby changed to read as follows:

ARTICLE I. NAME


The name of the corporation shall be:

SUNRISE ENTERTAINMENT CORPORATION

IN WITNESS WHEREOF, the undersigned officers have hereunto set forth their hands and seals this 10th day of July, 1996.


  
Steven A. Frankel, as  
President

ATTEST:

  
Steven A. Frankel, as  
Secretary

I hereby certify that on this day personally appeared  
STEVEN A. FRANKEL,  
as secretary and president of 4F PRODUCTIONS INC., to me well known  
to be the person described in and who executed the foregoing Articles  
of Amendment, and who acknowledged the said Articles to be the act  
and deed of the signers, and that the facts therein set forth are  
true

WITNESS my hand and official seal, this 10th day of July, 1996.

  
NOTARY PUBLIC, STATE OF FLORIDA AT LARGE

my

