

1201 HAYS STREET

FALLSVILLE, FL 32428

800-342-8000



networks

PRESIDENTIAL
LEGAL & FINANCIAL SERVICES

ACCOUNT NO. : 072100000032

REFERENCE : 683140 81461A

AUTHORIZATION :

COST LIMIT : 9 PPD

ORDER DATE : September 15, 1995

ORDER TIME : 10:23 AM

ORDER NO. : 683140

CUSTOMER NO: 81461A

CUSTOMER: Ellen Clark, Legal Assist
DICKENSON MURDOCH REX & SLOAN

Suite 410
980 N. Federal Highway
Boca Raton, FL 33432

000001586020
-09/15/95 -01003 -042
***122.50 ***122.50

DOMESTIC FILING

NAME: COAST-TO-COAST PRODUCTIONS,
INC.

XXX ARTICLES OF INCORPORATION
____ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XXX CERTIFIED COPY
____ PLAIN STAMPED COPY
____ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Danny G. Smith

EXAMINER'S INITIALS: _____

T. BROWN SEP 18 1995



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

September 15, 1995,

Respect this file date

CSC NETWORKS
1201 HAYS STREET
TALLAHASSEE, FL 32301

SUBJECT: COAST-TO-COAST PRODUCTIONS, INC.
Ref. Number: W95000018648

Respect

We have received your document for COAST-TO-COAST 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 registered agent and registered office listed in your articles of incorporation must be consistent throughout the document.

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) 487-6932.

Teresa Brown
Corporate Specialist

Letter Number: 295A00042631

ARTICLES OF INCORPORATION
OF
COAST-TO-COAST PRODUCTIONS, INC.

FILED
95 SEP 15 PM 3:41
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I.

NAME

The name of the Corporation is: COAST-TO-COAST PRODUCTIONS, INC.

ARTICLE II.

DURATION

This Corporation shall have perpetual existence.

ARTICLE III.

PURPOSE

This Corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE IV.

PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office and mailing address of this Corporation is 6522 Timber Lane,
Boca Raton, Florida 33433.

ARTICLE V.

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation is 980 N. Federal Hwy., Suite 410, Boca Raton, Florida 33432 and the name of the initial registered agent of this Corporation at that address is:

RUSSELL C. SILVERGLATE, Esq.
980 North Federal Highway, Ste. 410
Boca Raton, Florida 33432

ARTICLE VI.

BOARD OF DIRECTORS

This Corporation shall have four (4) directors initially.

The number of directors may be increased or decreased from time to time by the By-Laws. The names and addresses of the initial directors are:

ARTHUR WHITELAW
1210 Washington Street
Hollywood, Florida 33019

JAMES KIP COLLIGAN
143 E. 36th Street, Apt. 1
New York, New York 10016

BARRY CHASE
5825 Collins Avenue, #6G
Miami Beach, Florida 33410

MITCHELL HERSHEY
6522 Timber Lane
Boca Raton, Florida 33433

ARTICLE VII.

CAPITAL STOCK

This Corporation is authorized to issue Five Thousand (5,000) shares of ONE DOLLAR (\$1.00) par value stock.

A majority of the outstanding shares shall constitute a quorum at shareholders' meetings unless the By-Laws shall make provision for some lesser percentage of shares (but not less than 33-1/3%).

ARTICLE VIII.

INCORPORATOR

The name and address of the person signing these Articles of Incorporation is:

MITCHELL HERSHEY
6522 Timber Lane
Boca Raton, Florida 33433

ARTICLE IX.

POWERS

This Corporation shall have all of the corporate powers enumerated in the Florida Business Corporations Act.

ARTICLE X.

MEETINGS BY CONFERENCE TELEPHONE

Members of the Board of Directors may participate in meetings of the Board of Directors by means of a conference telephone as provided by law.

ARTICLE XI.

ACTION BY BOARD OF DIRECTORS WITHOUT A MEETING

The directors of this Corporation may take action by written consent, as provided by law.

ARTICLE XII.

INDEMNIFICATION

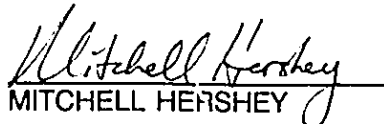
The Corporation shall indemnify any officer, director, employee or agent or any former officer, director, employee or agent to the full extent permitted by law.

ARTICLE XIII.

AMENDMENT

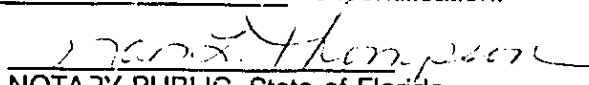
This Corporation reserves the right to amend or repeal any provisions contained in these Articles, or any amendments hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 12 day of September, 1995.


MITCHELL HERSHEY

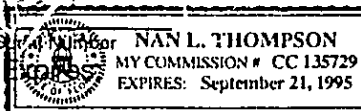
STATE OF FLORIDA
COUNTY OF PALM BEACH

The foregoing Articles of Incorporation were acknowledged before me this 12th day of September 1995, by MITCHELL HERSHEY. He is personally known to me, or _____ produced _____ as identification.


NOTARY PUBLIC, State of Florida

[SEAL]

Printed Name of Notary Public
My Commission

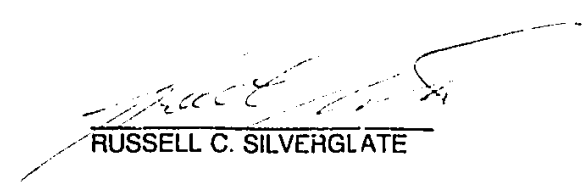


ACCEPTANCE OF REGISTERED AGENT

The undersigned being named as Registered Agent to accept service of process of COAST-TO-COAST PRODUCTIONS, INC., at the place designated in these Articles, hereby agrees to act in that capacity and further agrees to comply with the provisions of all statutes relative to the proper and complete performance of those duties.

Date:

9/12/95



RUSSELL C. SILVERGLATE

FILED
95 SEP 15 PM 3:41
SECRETARY OF STATE
TALLAHASSEE, FLORIDA