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January 17, 1996

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

RE: Blg Rock Studios, Inc.

Dear Sir:

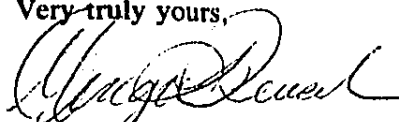
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-01/22/96--01054--017
*****70.00 *****70.00

Enclosed please find original and one (1) copy of the Articles of Incorporation and Designation for Registered Agent for the above-referenced corporation for filing. I also enclosed a firm check in the amount of \$70.00 for the filing of the enclosed Articles of Incorporation, Certificate for Designation of Registered Agent and a Certificate.

Please return a stamped copy of the Articles in the enclosed self-addressed postage-paid envelope and the Certificate.

Thank you for your attention to this matter.

Very truly yours,



Ginger L. Perusek

GLP/pdc

Enclosures

96 JAN 22 AM 11:55
SECRETARY OF STATE
TALLAHASSEE FLORIDA
FILED

GB 1/24/96

ARTICLES OF INCORPORATION
OF
BIG ROCK STUDIOS, INC.

FILED
96 JAN 22 AM 11:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator, for the purpose of forming a corporation under Florida Statute Chapter 607, hereby adopts the following Articles of Incorporation:

ARTICLE I

Name

The name of this corporation shall be BIG ROCK STUDIOS, INC.

ARTICLE II

ADDRESS OF THE PRINCIPLE OFFICE AND MAILING ADDRESS

The address of the principal place of business of this corporation shall be 3221 South Dale Mabry Highway, Tampa, Florida 33609. The mailing address of this corporation shall be 3221 South Dale Mabry Highway, Tampa, Florida 33609.

ARTICLE III

Term of Existence

This corporation shall have perpetual existence, commencing as of upon filing of these Articles of Incorporation with the Secretary of State of the State of Florida.

ARTICLE IV

Capital Stock

This corporation is authorized to issue One Hundred (100) shares of One Cent (\$.01) per share par value common stock which shall be designated as common shares.

ARTICLE V

Purpose

This corporation is organized for the purpose of transacting any and all lawful business, managing business and regulatory affairs of the corporation.

ARTICLE VI

INCORPORATOR

The name and address of the incorporator is H. Eugene Hickman and his address 3221 South Dale Mabry Highway, Tampa, Florida 33609.

ARTICLE VII

INITIAL DIRECTOR

This corporation shall have FOUR directors initially. The number of directors may be increased from time to time by the By-laws, but shall never be less than one (1). The name and address of the initial directors of this corporation are H. Eugene Hickman, Registered Agent, 3221 South Dale Mabry Highway, Tampa, Florida 33609; Linda Welch, President and Treasurer, 4114 Hollow Hill Drive, Tampa, Florida 33624; William McEwen, Vice President, 1716 Elise Marine Drive, Seffner, Florida 33584; and Tommy Nellis, Secretary, 1716 Elise Marine Drive, Seffner, Florida 33581.

ARTICLE VIII

INITIAL REGISTERED AGENT AND ADDRESS

The name of the initial registered agent is H. Eugene Hickman and his address 3221 South Dale Mabry Highway, Tampa, Florida 33609.

ARTICLE IX

By-laws

This corporation shall have the power to adopt, alter, amend or repeal the By-laws of this corporation.

ARTICLE X

AMENDMENTS

These Articles of Incorporation may be amended in the manner provided by Florida Law.

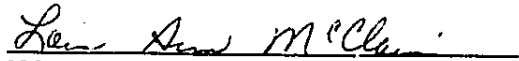
IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 18th day of January, 1996.


H. EUGENE HICKMAN
Incorporator

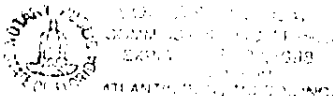
STATE OF FLORIDA
COUNTY OF Hillsborough

THE FOREGOING INSTRUMENT was acknowledged before me this 18th day of January, 1996, by H. EUGENE HICKMAN who (is personally known to me/produced identification by way of [driver's license, etc.] _____) and who (did/did not) take an oath.

WITNESS my hand and official seal in the County and State last aforesaid the 18th day of January, 1996.


NOTARY PUBLIC, STATE OF FLORIDA
(Lois ANN McCLAIN)
(Printed signature of Notary)

My Commission Expires:



**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is: BIG ROCK STUDIOS, INC.

2. The name and address of the registered agent and office is:

H. Eugene Hickman
(NAME)
3221 South Dale Mabry Highway
(ADDRESS/P.O. BOX NOT ACCEPTABLE)
Tampa, Florida 33609
(CITY/STATE/ZIP)

FILED
96 JAN 22 AM 11:55
TAMPA
FLORIDA

Signature *Jinda Welch*
(Corporate Officer)

Title President/Treasurer

Date 1/18/96

ACCEPTANCE OF REGISTERED AGENT

Having been named as Registered Agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as Registered Agent.

Signature *H. Eugene Hickman*

Date 1/18/96