

P96000021657

MIAMI ENTERTAINMENT AGENCY, INC.  
298 SOUTH UNIVERSITY DRIVE  
PLANTATION, FLORIDA 33324  
(305) 472-1707 FAX (305) 472-1807

March 1, 1996

000001735380  
-03/07/96--01046--004  
\*\*\*122.50 \*\*\*122.50

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

Re: NEW CORPORATION, MIAMI ENTERTAINMENT AGENCY, INC.

Dear Sir/Madam,

Enclosed please find the original and one copy of  
Articles of Incorporation, together with my check in the  
amount of \$122.50.

This represents the cost of the Filing Fees, Certified  
Copy of Articles of Incorporation and Fee for Registered  
Agent Designation for the above named corporation.

Sincerely,



Sandra L. Bowes

Mailing Address:

Miami Entertainment Agency, Inc.  
298 South University Drive  
Plantation, Florida 33324

FILED  
96 MAR -7 AM 8:59  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

3-11-96  
(K)

ARTICLES OF INCORPORATION  
OF  
MIAMI ENTERTAINMENT AGENCY, INC.

FILED  
JAN 7 1980  
8:59  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned subscriber to these Articles of Incorporation, natural person 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:  
MIAMI ENTERTAINMENT AGENCY, 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 talent agency and entertainment or 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 Five Hundred shares (500) of One Dollar (\$1.00) par value Common Stock, which shall be designated "Common Shares".

ARTICLE V - INITIAL PRINCIPAL & REGISTERED OFFICE AND AGENT

The name and street address of the Initial Registered Agent and Principal Office of this Corporation is:

Sandra L. Bowes  
298 South University Drive  
Plantation, Florida 33324

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 name and address of the initial directors are as follows:

Sandra L. Bowes  
298 South University Drive  
Plantation, Florida 33324


Jeff Singleton  
298 South University Drive  
Plantation, Florida 33324

ARTICLE VII - INCORPORATORS

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

Sandra L. Bowes  
298 South University Drive  
Plantation, Florida 33324

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 7th Day of February, 1996.

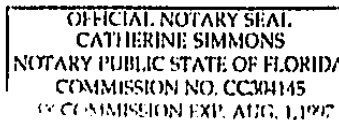
 (Seal)

STATE OF FLORIDA     )  
                                  SS  
COUNTY OF BROWARD    )

before me, a Notary Public authorized to take acknowledgements in the State and County set forth above, personally appeared Sandra L. Bowes known to me and known to be the person who executed the foregoing Articles of Incorporation, and who acknowledged before me that she executed these Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunder affixed my hand and seal, in the State and County aforesaid, this 7th day of February, 1996.





CERTIFICATE AND ACKNOWLEDGEMENT  
OF  
REGISTERED AGENT  
OF  
MIAMI ENTERTAINMENT AGENCY, INC.

FILED  
96 MAR -7 AM 8:59  
TALLAHASSEE, FLORIDA  
SECRETARY OF STATE

Pursuant to Florida Statutes Sections 48.091 and 607.034, the following is submitted:

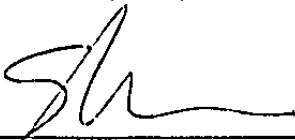
The above corporation, desiring to organize under the laws of the State of Florida with its registered office as indicated in the Articles of Incorporation at:

298 South University Drive  
Plantation, Florida 33324

has named Sandra L. Bowes located at the aforesaid address, as its Registered Agent to accept service of process within the state.

ACKNOWLEDGEMENT

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

  
\_\_\_\_\_

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FILED

96 JUL -3 AM 8:25

CBN, INC.  
298 SOUTH UNIVERSITY DRIVE  
PLANTATION, FLORIDA 33324  
(954) 474-5252

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

June 28, 1996

Florida Department of State  
Division of Corporations  
PO Box 6327  
Tallahassee, Florida 32314

600001883976  
-07/03/96--01097--015  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

SUBJECT: Name Change

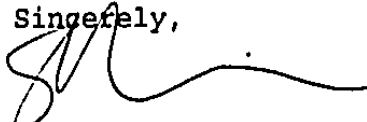
To Whom It May Concern:

Enclosed please find the Certificate of Amendment to the Articles of Incorporation of Miami Entertainment Agency, Inc. indicating a name change to CBN, Inc.

Also enclosed is our check in the requested amount of \$35.00 representing the filing fee for this Amendment.

Thank you in advance for your cooperation.

Sincerely,



Sandra L. Bowes  
President

N. HENDRICKS JUL 10 1996

Amend

FILED

96 JUL -3 AM 8:25

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

CERTIFICATE OF AMENDMENT  
OF  
ARTICLES OF INCORPORATION  
OF  
MIAMI ENTERTAINMENT AGENCY INC.

Pursuant to the provisions of Section 607.1006, Florida Statutes, the undersigned corporation adopts the following Articles of Amendment to its Articles of Incorporation:

ARTICLE ONE

The name of the corporation is Miami Entertainment Agency, Inc.

ARTICLE TWO

The following amendment to the Articles of Incorporation was adopted by the shareholders of the corporation on June 15, 1996.

The amendment alters or changes Article I of the original Articles of Incorporation and the full text of each provision is as follows:

The name of the corporation shall be changed.  
The new name of the corporation is:

CBN, INC.

ARTICLE THREE

The amendment was approved by the shareholders. The number of votes cast for the amendment was sufficient for approval.

Signed this 15th day June, 1996.

  
Sandra L. Bowes, President