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March 12th 1996

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

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-03/14/96--01076--018
****122.00 ****122.00

RE: 40 ENTERTAINMENT PROMOTIONS & PRODUCTIONS, INC.

Gentlemen:

Enclosed please find the original and one copy of the Articles of Incorporation, together copy of letter showing receipt of my check in the amount of \$122.00.

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.

Very truly yours,

Ed Williams
EDWARD WILLIAMS

(305) 321-0633

FILED
96 MAR 14 PM 4:36
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF

40 ENTERTAINMENT PROMOTIONS & PRODUCTIONS, INC.

We, the undersigned, do hereby submit these Articles of Incorporation for the purpose of becoming a corporation under the laws of the State of Florida, by and under the provisions of the Statutes of the State providing for the formation, liability, rights privileges and immunities of a Corporation for Profit.

ARTICLE I.

The name and address of the corporation shall be called 40 ENTERTAINMENT PROMOTIONS & PRODUCTIONS, INC. 3336 W. BROWARD BLVD. FT LAUDERDALE, FL 33312

The principal office and mailing address is 3336 W. BROWARD BLVD. FT LAUDERDALE, FL 33312 . This address is also the registered office.

ARTICLE II.

This Corporation shall exist perpetually unless dissolved according to Florida law.

ARTICLE III.

The general nature and purpose of the business is to engage in the business of ENTERTAINMENT RELATED SERVICES, together with the engaging either actively or inactively in any type of business permitted under the laws of the United States and the State of Florida.

ARTICLE IV.

The corporation is authorized to issue 1,000 shares with a par value of \$1.00 per share.

ARTICLE V.

The name and address of the Initial Registered Agent of this Corporation is : EDWARD WILLIAMS, 3336 W. BROWARD BLVD. FT LAUDERDALE, FL 33312

The street address of the corporation is 3336 W. BROWARD BLVD. FT LAUDERDALE, FL 33312

ARTICLE VI.

This corporation shall have ONE director 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 director of the corporation is as follows: EDWARD WILLIAMS 3336 W. BROWARD BLVD. FT LAUDERDALE, FL 33312

TITLE OWNERSHIP
PRES/SEC/TREA EDWARD WILLIAMS 100%

ARTICLE VII.

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

EDWARD WILLIAMS 3336 W. BROWARD BLVD. FT LAUDERDALE, FL 33312

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 12th day of MARCH 1996.

Edward Williams (Seal)
____ (Seal)
____ (Seal)

STATE OF FLORIDA

)

SS

COUNTY OF BROWARD

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Before me, a Notary Public authorized to take acknowledgments in the State and County set forth above, EDWARD WILLIAMS, personally appeared and known to me and known to be the persons who executed the foregoing Articles of Incorporation, and who acknowledged before me that he executed these Articles of Incorporation.

IN WITNESS WHEREOF, I have here unto affixed my hand and seal, in the State and County aforesaid, this 12th day of MARCH 1996.

Joe K. Harris Notary
Public, State of Florida at Large



JOE K. HARRIS
MY COMMISSION # CC327713 EXPIRES
December 3, 1997
BONDED THRU TROY FARM INSURANCE, INC.

FILED

96 MAR 14 PM 4:36

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CERTIFICATE AND ACKNOWLEDGMENT OF REGISTERED AGENT

CERTIFICATE OF REGISTERED AGENT OF

40 ENTERTAINMENT PROMOTIONS & PRODUCTIONS, INC.

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 3336 W. BROWARD BLVD. FT LAUDERDALE, FL 33312 and names EDWARD WILLIAMS as its Registered Agent to accept service of process within this state.

ACKNOWLEDGMENT

Having been named to accept service of process for the above state 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.

Edward Williams
Registered Agent

EDWARD WILLIAMS