

P96000030129

TRANSMITTAL LETTER

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

2000001765342
-04/01/96--01116--010
*****70.00 *****70.00

SUBJECT: 2 DREAM, INC.
(Proposed corporate name - must include suffix)

Enclosed is an original and one (1) copy of the articles of incorporation and a check for :

\$70.00
Filing Fee

\$78.75
Filing Fee
& Certificate

\$122.50
Filing Fee
& Certified Copy

\$131.25
Filing Fee,
Certified Copy
& Certificate

Additional Copy Required

96 APR -1 PM 2:44
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FROM: Michael E. Dooley
Name (printed or typed)

clo TUT Ent Inc
Address

2111 S. Division St #A
City, State & Zip

ORLANDO FL 32805-6228
Daytime Telephone number

phone 407-246-7040

Bme 4/5/96

NOTE: Please provide the original and one copy of the articles.

ARTICLES OF INCORPORATION

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be:

2 DREAM, INC.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

2111 S. Division Street, Suite A
Orlando, Florida 32805-6228

ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

1,000,000 Common Shares, Par Value \$1.00 Per Share
1,000,000 Preferred Shares, Par Value \$1.00 Per Share

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

Michael E. Dooley
c/o TUT Enterprises, Inc.
2111 S. Division Street, Suite A
Orlando, FL 32805-6228

ARTICLE V INCORPORATOR(S)

See instructions for officers/directors

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is(are):

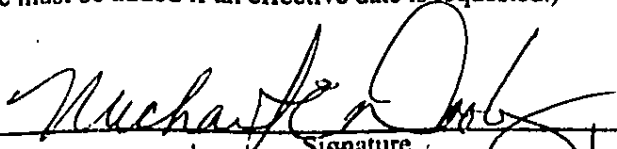
Michael E. Dooley
c/o TUT Enterprises, Inc.
2111 S. Division Street, Suite A
Orlando, FL 32805-6228

Andrew R. Dooley
c/o TUT Enterprises, Inc.
2111 S. Division Street, Suite A
Orlando, FL 32805-6228


The undersigned incorporator(s) has(have) executed these Articles of Incorporation this

29 day of March, 19 96.

(An additional article must be added if an effective date is requested.)



Signature



Signature

Signature

Notarization is not required

NOTE: Affixing an officer title after a signature of an incorporator does not constitute the designation of officers.

CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE

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SECRETARY OF STATE
FLORIDA

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: 2 DREAM, INC.

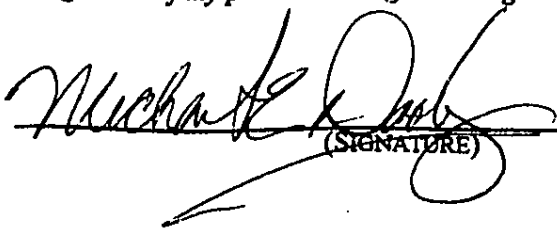
2. The name and address of the registered agent and office is:

Michael E. Dooley
(NAME)

c/o TUT Ent Inc. - 2111 S. Division St #A
(P.O. Box or Mail Drop Box NOT ACCEPTABLE)

Orlando FL 32805-6228
(CITY/STATE/ZIP)

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)

March 29, 1996
(DATE)