Address Phone # Office Use Only

City/State/Zip Phone #		-04/30/9601116 ****122.50 *** Office Use Only
CORPORATION	IAME(S) & DOCUME	NT NUMBER(S), (if known):
1(Corpo	ration Name)	(Document #)
2(Согро	ration Name)	(Document #)
3(Corpo	ration Name)	(Document #)
4(Corpo	ration Name)	(Document #)
	Pick up timePho	Certified Copy Copy Certificate of Status
NEW FILINGS	AMENDMENTS	Marie Control
Profit	Amendment	مرازی کا
NonProfit	Resignation of R.A., Of	flicer/ Director
Limited Liability	Change of Registered A	Agent , Q6
Domestication	Dissolution/Withdrawa	W'
Other	Метдет	fficer/ Director Agent
OTHER FILINGS	REGISTRATIO	ON/
Annual Report	Foreign	- Pil
Fictitious Name	Limited Partnership	
Name Reservation	Reinstatement	
	Trademark	

Other

Examiner's Initials



Secretary of State

May 3, 1996

RICK MCKNIGHT 8505 NW 118TH TERRACE OCALA, FL

SUBJECT: TREEFROG ENTERTAINMENT, INC.

Ref. Number: W96000009478

We have received your document for TREEFROG ENTERTAINMENT, INC. and check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The registered agent must sign accepting the designation.

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation"); and the registered agent's signature.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

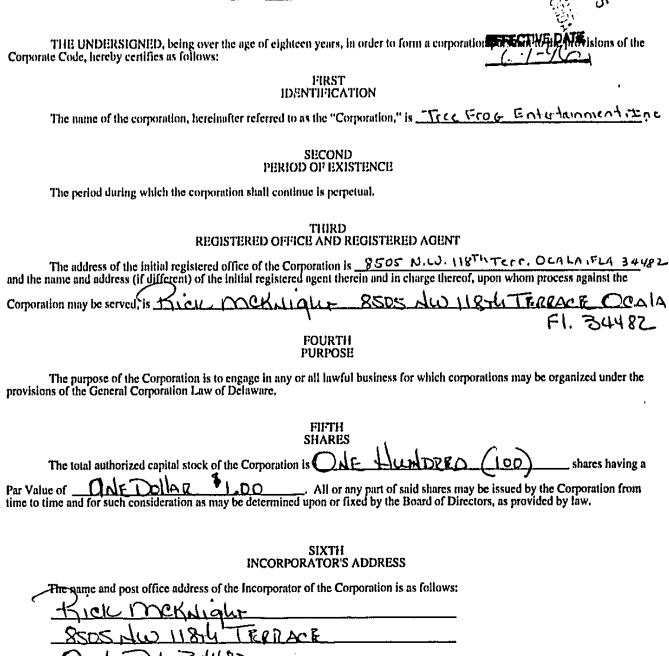
If you have any questions concerning the filing of your document, please call (904) 487-6878.

Terri Buckley Corporate Specialist

Letter Number: 796A00021620

CERTIFICATE OF INCORPORATION OF

Tree From Entertainment, Inc



SEVENTIL

1	NINECTORS .	•
The powers of the incorporator are to term ing addresses of persons who are to serve as direct qualify are as follows:	inate upon the filing of this Certificate of Inc or(s) until the first meeting of stockholders or	orporation and the name(s) and mail- until their successors are elected and
Rich mervique	8505 NW 1184 TZ	PRACE COALA, 71

BONNIE MCKNIGHT 8605 NW 11814 TERRER CEALA, 71.

EIGIITH INDEMNITY

Directors of the corporation shall not be liable to either the corporation or its stockholders for monetary damages for a breach of fiduciary duties unless the breach is one which invokes: (1) a director's duty of loyalty to the corporation or its stockholders; (2) acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law; (3) liability for unlawful payments of dividends or unlawful stock purchases or redemption by the corporation; or (4) a transaction from which the director derived an improper personal benefit.

The effective date of this Certificate of Incorporation shall be JUNE 1, 19916

IN WITNESS WHEREOF, the undersigned Incorporator has caused this Certificate of Incorporation to be executed as of

April 25, 1996

(Incorpolator)

I am hereby familiar with and accept the duties and responsibilites as registered agent for said Corporation.

Registered (Registered