<u> 19167</u> <u> </u>	Lans Lequestor's Name <u>Fair lawn May</u> <u>Address</u> <u>Raton FL 33434</u> erzip Phone # Office Use Only NAME(S) & DOCUMENT NUMBER(S), (if known):
1 <u>///u/-/-j</u>	- Mcdia Production Partners Incorporated
3(Co	poration Name) (Document #) poration Name) (Document #) poration Name) (Document #)
Walk in Mail out	Pick up time Certified Copy
NEW FILINGS	AMENDMENTS
X Profit	Amendment
NonProfit	Resignation of R.A., Officer/Director
Limited Liability	Change of Registered Agent
Domestication	Dissolution/Withdrawal
Other	Merger
OTHER FILINGS Annual Report Fictitious Name Name Reservation	Dissolution/Withdrawal Merger REGISTRATION/ QUALIFICATION Foreign Limited Partnership
<u> </u>	Reinstatement
	Trademark
	Other
CR2E031(1/95)	Examiner's Initials Ame 5/8/96

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Secretary of State

May 8, 1996

SAMUEL L. WILLIAMS 19167 FAIRLAWN WAY BOCA RATON, FL 33434

SUBJECT: MULTI-MEDIA PRODUCTION PARTNERS INCORPORATED Ref. Number: W96000009849

We have received your document for MULTI-MEDIA PRODUCTION PARTNERS INCORPORATED and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

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.

The registered agent must sign accepting the designation.

You may use the form provided to make the above corrections.

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) 487-6923.

Doris McDuffie Corporate Specialist Supervisor

Letter Number: 796A00022541

P96-41860

Division of Corporations - P.O. BOX 6327 - Tallahassee, Florida 32314

ARTICLES OF INCORPORA of MULTI-MEDIA PRODUCTION PARTNERS INCORPOR

FILED

96 MAY 15 AH 9:21

Pursuant to Chapter 607 of the Florida Business Corporation Act, the undersigned incorporator submits these articles of incorporation for the purpose of forming a for profit corporation.

Article 1. The name of the corporation is Multi-Media Production Partners Incorporated

Article 2. The principal place of business and mailing address of this corporation is 19167 Fairlawn Way Boca Raton, Florida 33434

Article 3. The corporation is authorized to issue one class of stock, that being 2,000,000 shares of common stock, with no par value, with identical rights and privileges, the transfer of which is restricted according to the bylaws of the corporation.

Article 4. The name and address of the corporation's initial registered agent is

Sam Williams 19167 Fairlawn Way Boca Raton, Florida 33434

Article 5. The name and street address of the incorporator of this corporation is Sam Williams 19167 Fairlawn Way Boca Raton, Florida 33434

Article 6. No director shall be held liable to the corporation or its shareholders for monetary damages due to a breach of fiduciary duty, unless the breach is a result of self dealing, intentional misconduct, or illegal actions.

in witness whereof, the undersigned, as sole incorporator, has executed the Articles of Incorporation on the date below. The undersigned incorporator hereby declares, under penalty of perjury, that the statements made in the forgoing Articles of Incorporation are true, and that the incorporator is at least eighteen years of age.

April 29, 1996

Signature of Incorporator

Samuel L. Williams Name of Incorporator

CERTIFICATE OF DESIGNATION OF 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:

Multi-Media Production Partner Incorporated

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



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.

Jan Williams

DIVISION OF CORPORATIONS, P. O. BOX 6327, TALLAHASSEE, FL 32314