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NEW FILINGS	AMENDMENTS		or Dialus
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NonProfit	Resignation of R.A., Office	er/ Director	
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Other	Merger		
OTHER FILINGS Annual Report	REGISTRATION	755	31 F1 2: H
Fictitious Name	Foreign	1 - by 78	:•
Name Reservation	Limited Partnership		
	Reinstatement		
	Trademark		

Other

Examiner's Initials 6B 6/5/96

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ARTICLES OF INCORPORATION

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OF

A Little Care to Talle

Gemabok Programming, Inc.

ARTICLE I. NAME

The name of this Corporation is Gemsbok Programming, Inc., and the address is 56 East Pine Street, Suite 100, Orlando, Florida, 32801.

ARTICLE II. TERM OF EXISTENCE

This Corporation shall exist perpetually.

ARTICLE III. NATURE OF BUSINESS

This Corporation may engage or transact in any or all activities or businesses permitted in the laws of the United States of America and the State of Florida.

ARTICLE IV. CAPITAL STOCK

This Corporation shall have the authority to issue ONE THOUSAND (1000) shares, all of one class, having a ONE DOLLAR (\$1.00) par value.

ARTICLE V. DENIAL OF PREEMPTIVE RIGHTS

No shareholder shall have the preemptive right to purchase any new stock of this Corporation.

ARTICLE VI. DENIAL OF ACCUMULATIVE VOTING

No shareholder shall have the right to accumulate his or her voces at any election for the Board of Directors nor any other matter of this Corporation.

ARTICLE VII. INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial Registered Office of this Corporation is 56 East Pine Street, Suite 100, Orlando, Florida, 32801, and the name of the initial Registered Agent and Resident Agent of this Corporation at that address is Mark H. Robinson.

ARTICLE VIII. BOARD OF DIRECTORS

This Corporation shall have between one (1) and four (4) Directors. The initial Board of Directors shall have one (1) Director. The number of Directors may be either increased or decreased from time to time by the Bylaws but shall never be less than one (1). The name and address of the initial Directors of this Corporation is as follows:

Mark H. Robinson 5024 St. Germain Orlando, Florida 32812

ARTICLE IX. INCORPORATOR

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

Mark H. Robinson 5024 St. Germain Orlando, Fl 32812

ARTICLE X. LIMITATIONS ON AMENDMENT

These Articles of Incorporation may be amended only by the vote or written consent of the holder of seventy-five percent (75%) of the outstanding shares entitled to vote.

IN WITNESS WHEREOF, the undersigned sets his hand and has acknowledged and filed the foregoing Articles of Incorporation under the laws of the State of Florida this 23rd day of May, 1996.

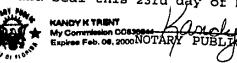
Mark H. Robinson

STATE OF FLORIDA

COUNTY OF ORLANDO

Before me personally appeared Mark H. Robinson, to me known to be the person described in and who executed the foregoing instrument and he acknowledged before me that he executed said instrument for the purposes therein expressed.

WITNESS my hand and seal this 23rd day of May, 1996.



ACCEPTANCE OF REGISTERED AND RESIDENT AGENT

I, Mark H. Robinson, hereby accept the position of Registered and Resident Agent for Gemsbok Programming, Inc.

Mark H. Robinson 5

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