

P9600001151954

TO: DEPARTMENT OF STATE
STATE OF FLORIDA
409 EAST GAINES STREET
TALLAHASSEE, FL 32399
FAX: (904) 922-4000

FROM: EMPIRE CORPORATE KIT COMPANY
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DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

NAME: INNERDREAMS, INC.
FAX AUDIT NUMBER: H96000011519
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TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION

OF

INNERDREAMS, INC.

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TALLAHASSEE, FLORIDA

I, the undersigned, a natural person competent to contract, do hereby make, subscribe and file these Articles of Incorporation for the purpose of organizing a corporation under the laws of the State of Florida.

ARTICLE I - NAME

The name of this corporation is INNERDREAMS, INC.

ARTICLE II - PURPOSE

This corporation is organized for the purpose of transacting any and all lawful business. The primary business of this corporation shall be entertainment.

ARTICLE III - CAPITAL STOCK

This corporation is authorized to issue 1,000 shares of ONE DOLLAR par value common stock.

ARTICLE IV - PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of the corporation of the same, kind, class or series as that which he already holds, shall have the right to purchase his or her pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is: 513 North State Road 7, Margate, Florida 33063. The name of the initial registered agent of this corporation at this address is: David L. Rich.

Prepared by: David L. Rich, Esquire
513 North State Road 7
Margate, FL 33063
Florida Bar No. 329177
(954) 949.1781

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ARTICLE VI - INITIAL BOARD OF DIRECTORS

The corporation shall have two (2) directors 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 two. The name and address of the initial directors of this corporation is:

Karl Lederer
1253 University Drive, #277
Coral Springs, FL 33071

President/Treasurer

Nancy Settle
6172 Olympic Court
Daytona Beach, FL 32127

Vice President/Secretary

ARTICLE VII - INCORPORATION

The name and address of the person signing these Articles of Incorporation is: Karl Lederer, 1253 University Drive, #277, Coral Springs, FL 33071.

ARTICLE VIII - INDEMNIFICATION

The corporation shall indemnify any officer or director or any former officer or director to the full extent provided by law.

ARTICLE IX - AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation or any amendments hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed the Articles of Incorporation this 26th day of July, 1996.


Karl Lederer

SWORN TO and SUBSCRIBED before me this 26th day of July, 1996, by Karl Lederer, who is personally known to me.


NOTARY PUBLIC, State of Florida
Commission No.
My Commission Expires:

OFFICIAL NOTARY SEAL
DAVID L. RICH
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. CC85160
MY COMMISSION EXP. JUNE 16, 1997

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STATE OF FLORIDA
DEPARTMENT OF STATE

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Certificate Designation Place of Business of Domicile for the Service of Process Within This State,
Naming Agent Upon Whom Process May Be Served and Names and Addressed of the Officers and
Directors.

The following is submitted, in compliance with Chapter 48.091, Florida Statutes:

INNERDREAMS, INC.

A CORPORATION ORGANIZED (or organizing) under the laws of the State of Florida with its
principal office at 513 North State Road 7 in the City of Margate County of
Broward, State of Florida, designates David L. Rich as its agent to accept service of process within this
state.

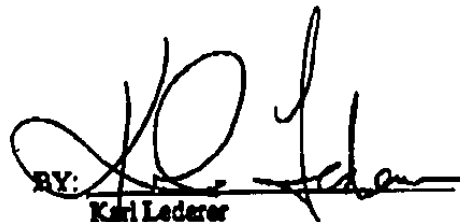
OFFICERS and DIRECTORS:

Karl Lederer
1253 University Drive, #277
Coral Springs, FL 33071

President/Treasurer/Director

Nancy Settle
6172 Olympic Court
Daytona Beach, FL 32127

Vice President/Secretary/Director

BY: 
Karl Lederer

ACCEPTANCE:

I agree as Resident Agent to accept Service of Process; to keep office open during prescribed
hours; to post my name (and any other officers of said corporation authorized to accept service of
process at the above Florida designated address) in some conspicuous place in office as required by law.


David L. Rich

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