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	MR. & MRS. TI 1100 S.W. 49 TE MARGATE, FL City/State/	RR. 33068	Y CARROLL Phone #			
					Office Use Only	
CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):						_
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	OTHER FILINGS		REGISTRATION/			
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	Fictitious Name	 	Foreign Limited Partnership	}		
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CR2E031(1/95)

Examiner's Initials

ARTICLES OF INCORPORATION

OF

STELLAR STUDIOS, INC.



ARTICLE I - NAME

The name of this corporation is STELLAR STUDIOS, INC. and its principal place of business is 1100 S.W. 49th Terrace; Margate, FL 33068.

These Articles of Incorporation shall be effective upon filing with the Secretary of State.

ARTICLE II - DURATION

This corporation shall have perpetual existence.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of conducting any and all lawful business within the State of Florida.

ARTICLE IV - BOARD OF DIRECTORS

This corporation shall have one (1) director initially. The number of directors may be either increased or diminished from time to time by the bylaws, but shall never be less than (1). The name and address of the initial director of this corporation is:

TIMOTHY S. CARROLL 1100 S.W. 49th Terrace Margate, FL 33068

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 1100 S.W. 49th Terrace; Margate, Florida, and the name of the initial registered agent of this corporation at that address is Timothy S. Carroll.

ARTICLE VI - CAPITAL STOCK

The total number of shares of stock which the corporation shall have authority to issue is Ten Thousand (10,000) and the par value of each of such shares is One Dollar (\$1.00) amounting in the aggregate to Ten Thousand Dollars (\$10,000).

ARTICLE VII - INDEMNIFICATION

This corporation shall, to the fullest extent permitted by the provisions of the Florida General Corporation Law, as the same may be amended and supplemented, indemnify any and all persons whom it shall have power to indemnify under said provisions from and against any and all of the expenses, liabilities or other matters referred to in or covered by said provisions, and the indemnification provided for herein shall not be deemed exclusive of any other rights to which those indemnified may be entitled under any bylaws, agreement, vote of shareholders or disinterested directors or otherwise, both as to action in their official capacity and as to action in another capacity while holding such office, and shall continue as to a person who has ceased to be a director or officer, and shall inure to the benefit of the heirs, executors and administrators of such a person.

ARTICLE VIII - INCORPORATOR

The name and mailing address of the person signing these Articles of Incorporation is:

TIMOTHY S. CARROLL 1100 S.W. 49th Terrace Margate, Florida 33068

ARTICLE IX - OFFICERS

The following named persons shall be all the officers of this corporation from its inception and until their successors are duly elected and qualified:

TIMOTHY S. CARROLL ELLY L. CARROLL TIMOTHY S. CARROLL ELLY L. CARROLL President Vice President Secretary Treasurer

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation, this _// day of December, 1996.

TIMOTHY S. CARROLL

STATE OF FLORIDA

) s.s.

COUNTY OF BROWARD

LINDA W. HILTON 6 COMMISSION # CC 473674 EXPIRES JUN 18, 1999 BONDED THEU ATLANTIC BONDING CO., INC.

I HEREBY CERTIFY that on this day before me, an officer duly qualified to take acknowledgments, personally appeared TIMOTHY S. CARROLL who is personally known to me and who did not take an oath, and that he executed the foregoing instrument, and acknowledged before me that he executed the same freely and voluntarily for the purposes therein expressed.

WITNESS, my hand and official seal, in the state and county aforesaid, this 11 day of December, 1996.

Notary Public. State of Florida

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICLE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

In pursuance of Chapter 48.091, Florida Statutes, STELLAR STUDIOS, INC. desiring to organize under the laws of the State of Florida with its principal office located in the City of Margate, County of Broward, State of Florida, has named TIMOTHY S. CARROLL, whose address is 1100 S.W. 49th Terrace; Margate, Florida, as its agent to accept service of process within this state.

ACKNOWLEDGEMENT:

Having been named as the registered agent for the above stated Corporation at the place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of laws of the State of Florida relative to keeping open said office.

Dated: December //__, 1996