

CSC Networks

P96000102702

ACCOUNT NO. : 072100000032

REFERENCE : 197460 4311473

AUTHORIZATION :

Patricia Puyet

COST LIMIT : \$ 122.50

ORDER DATE : December 20, 1996

ORDER TIME : 1:28 PM

ORDER NO. : 197460-005

CUSTOMER NO: 4311473

300002035483--0

CUSTOMER: Marcia Cox, Legal Assistant  
STEARNS WEAVER MILLER WEISSLER  
ALHADEFF & SITTERSON, P.A.  
Museum Tower, Suite 2200  
150 West Flagler Street  
Miami, FL 33130

DOMESTIC FILING

NAME: THE CHILI PEPPER, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION  
       CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

       CERTIFIED COPY  
XX PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Michael E. Klunk

EXAMINER'S INITIALS:

FILED  
96 DEC 20 PM 3:11  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

RECEIVED  
96 DEC 20 PM 1:53  
DIVISION OF CORPORATION

12-20-96

**FLASHBULB, INC.**  
621 Washington Avenue  
Miami Beach, Florida 33139

96 DEC 20 PM 3:11  
FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

December 3, 1996

Florida Secretary of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32314

Re: The Chili Pepper, Inc.

To Whom It May Concern:

We are the owners of a trademark listed under the name "Chili Pepper" as registered with the Florida Secretary of State on April 30, 1996, under trademark number, T96000000464.

This letter serves as consent to use of the name by the incorporation of the above referenced corporation, as we are also the officers and directors of such corporation.

Thank you for your assistance in this matter.

Very truly yours,



Eric Levin



Robert Ziehm

ARTICLES OF INCORPORATION

OF

THE CHILI PEPPER, INC.

FILED  
96 DEC 20 PM 3:11  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of this corporation is THE CHILI PEPPER, INC.  
(the "Corporation").

ARTICLE II - ADDRESS

The mailing address and principal place of business of the Corporation is 117 West 1st Court, Miami Beach, Florida 33139.

ARTICLE III - CAPITAL STOCK

The aggregate number of shares which the Corporation shall have authority to issue is One Thousand (1,000) shares of common stock, all of which are to have a par value of One Cent (\$.01) per share.

ARTICLE IV - PURPOSE

The Corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE V - COMMENCEMENT

The Corporation shall commence on the date on which these Articles of Incorporation are filed with the Secretary of State.

ARTICLE VI - INITIAL REGISTERED

OFFICE AND AGENT

The street address of the initial registered office of the Corporation and the name of the initial registered agent of the Corporation at such office is:

<u>Name</u>	<u>Address</u>
Eric Levin	117 West 1st Court Miami Beach, FL 33139

ARTICLE VII - INITIAL

BOARD OF DIRECTORS

The initial Board of Directors of the Corporation shall be comprised of two persons. The number of directors may be either increased or decreased from time to time as provided for in the Bylaws of the Corporation, but shall never be less than one. The names and addresses of the members of the initial Board of Directors of the Corporation are:

<u>Name</u>	<u>Address</u>
Eric Levin	117 West 1st Court Miami Beach, FL 33139
Robert Ziehm	117 West 1st Court Miami Beach, FL 33139

ARTICLE VIII - INCORPORATOR

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

Name

Eric Levin

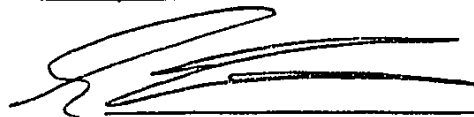
Address

117 West 1st Court  
Miami Beach, FL 33139

ARTICLE IX - INDEMNIFICATION

The Corporation shall indemnify any officer or director, or any former officer or director of the Corporation, to the fullest extent permitted by law.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 4 day of December, 1996.

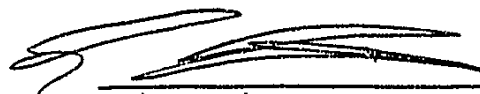


Eric Levin,  
Incorporator

ACCEPTANCE OF APPOINTMENT  
OF  
REGISTERED AGENT

FILED  
96 DEC 20 PM 3:11  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

I hereby accept the appointment as registered agent contained in the foregoing Articles of Incorporation and state that I am familiar with and accept the obligations of Section 607.0501 of the Florida Business Corporation Act.



Eric Levin,  
Registered Agent