

P97000004447

Secretary of State
Corporate Records Bureau
Division of Corporation
P.O. Box 5327
Tallahassee, FL 32301

97 JAN 16 AM 9:28

TALLAHASSEE, FLORIDA

Dear Sir:


Enclosed is a check in the amount of \$122.50 covering the corporate filing fee for:

JAY MICHAELS PRODUCTIONS, INC.

Please return the articles to:
10930 NW 12th PLACE
PLANTATION, FL 33322

Thank you.

Yours very truly,


Joseph J. Fanelli

500002044275--7

-01/03/97--01049--010

****122.50 ***122.50

Handwritten notes:
W97-0324
PKH 1/17/97
1/16/97



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

January 7, 1997

JOSEPH J. FANELLI
10930 NW 12TH PL
PLANTATION, FL 33322

SUBJECT: JAY MICHAELS PRODUCTIONS, INC.
Ref. Number: W97000000384

We have received your document for JAY MICHAELS PRODUCTIONS, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

Section 607.0120(6)(b), or 617.0120(6)(b), Florida Statutes, requires that articles of incorporation be executed by an incorporator.

The registered agent must sign accepting the designation.

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) 487-6915.

Pamela Hall
Document Specialist

Letter Number: 097A00000798

*OK
Signed
Committed
As Per. Your Request
1-10-97
[Signature]*

FILED

ARTICLES OF INCORPORATION

97 JAN 16 AM 9:26

FOR

TALLAHASSEE, FLORIDA

JAY MICHAELS PRODUCTIONS, INC.

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act do hereby adopt the following articles of incorporation:

ARTICLE ONE

The name of the corporation is JAY MICHAELS PRODUCTIONS, INC.

ARTICLE TWO

The duration of the corporation shall be perpetual.

ARTICLE THREE


The purpose of the corporation is to engage in any and all lawful business permitted pursuant to the laws of Florida.

ARTICLE FOUR

The aggregate number of shares which the corporation is authorized to issue is 100 shares. Such shares shall be of a single class and shall have a par value of \$1.00 per share.

ARTICLE FIVE

The corporations's principal address and the registered office address are the same. The address is:

10930 NW 12th PLACEPLANTATION, FL 33322

ARTICLE SIX

The number of directors constituting the initial board of directors of the corporation is one. The name and address of each person who is to serve as a member of the initial board of directors is:

JOSEPH J. FANELLI

10930 NW 12th PLACE

PLANTATION, FL 33322



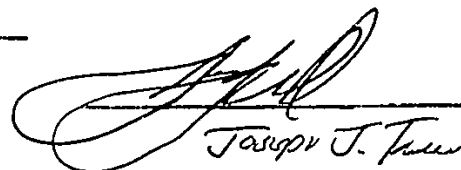
ARTICLE SEVEN

The name and address of the incorporator is:

JOSEPH J. FANELLI

10930 NW 12th PLACE

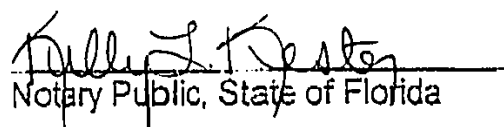
PLANTATION, FL 33322


Joseph J. Fanelli

STATE OF FLORIDA
COUNTY OF BROWARD

The foregoing instrument was acknowledged before me on the
30th day of December, 1996, by _____

My Commission Expires:


Notary Public, State of Florida

Kelly L. Kester
My Commission Expires 12/31/2000
CC0421600

Kelly L. Kester

12-20-86

09:20

305 822 6839

J&L PROF ACCOUNT

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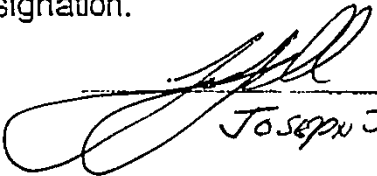
FILED

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CONSENT OF REGISTERED AGENT

DEPT. OF STATE
TALLAHASSEE, FLORIDA

The undersigned, having been named and designated as
Resident Agent for the corporation JAY MICHAELS PRODUCTIONS, INC.
at the incorporation, accepts the designation.


Joseph J. Fanni