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NAME: TEN STAR PRODUCTIONS, INC. AUDIT NUMBER.....H97000002008 DOC
TYPE.....FLORIDA PROFIT CORPORATION OR P.A. CERT. OF STATUS..0
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
TEN STAR PRODUCTIONS, INC.**

The undersigned, acting as incorporators for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt the following Articles of Incorporation:

ARTICLE I - NAME

The name of the corporation shall be: Ten Star Productions, Inc.

ARTICLE II - PRINCIPAL PLACE AND MAILING ADDRESS

The principal place of business of the Corporation shall be 475 East Eau Gallie Blvd., Indian Harbur Beach, Florida 32937 and the mailing address of the Corporation shall be P.O. Box 410051, Melbourne, Florida 32941-0051.

ARTICLE III - SHARES

All stock issued by the Corporation shall be common voting stock of a single class. The maximum number of shares of stock which this corporation is authorized to have outstanding at any time is one thousand (1,000) shares having a par value of one cent (\$.01) per share.

ARTICLE IV - INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and street address of the initial registered agent of the corporation shall be: Charles A. Leverich, Jr., 475 East Eau Gallie Blvd., Indian Harbur Beach, Florida 32937.

ARTICLE V - BOARD OF DIRECTORS

The business of the corporation shall be managed by its Board of Directors. The initial Board of Directors shall consist of two members whose names and addresses are as follows:

NAME

ADDRESS

Charles A. Leverich, Jr.	475 East Eau Gallie Blvd., Indian Harbur Beach, Florida 32937
John A. Paviakos	475 East Eau Gallie Blvd., Indian Harbur Beach, Florida 32937

Prepared by: Carolyn Herman, Esq., 1831 N. Third Street, Jacksonville Beach, FL 32250,
Florida Bar No. 976563, tel. No. 904/247/9420

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ARTICLE VI - INCORPORATOR

The name and street address of the incorporator for these Articles of Incorporation is:

NAME

ADDRESS

Charles A. Leverich, Jr. 475 East Eau Gallie Blvd., Indian Harbor Beach, Florida 32937

The undersigned incorporator has executed these Articles of Incorporation this 30th day of January, 1997.

Signature:

Print:

Charles A. Leverich, Jr.
Charles A. Leverich, Jr.

Incorporator

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**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Sections 607.0501 or 617.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/agent, in the State of Florida.

1. The name of the corporation is: Ten Star Productions, Inc.
2. The name and address of the registered agent and office are: Charles A. Leverich, Jr., 475 East Eau Gallie Blvd., Indian Harbor Beach, Florida 32937

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

Signature: 

Print:

Charles A. Leverich, Jr.

Date:

January 30, 1997

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TALLAHASSEE, FLORIDA

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