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Examiner's Initials

ARTICLES OF INCORPORATION OF FALL OUT SHELTER PRODUCTIONS, INC.

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The undersigned, for the purpose of forming a corporation for profit under the laws of the State of Florida, hereby makes and subscribes the following Articles of Incorporation.

ARTICLE I. NAME

The name of this corporation is FALL OUT SHELTER PRODUCTIONS, INC.

ARTICLE IL DURATION

The existence of this corporation shall commence on the date of filing of these Articles of Incorporation, and thereafter this corporation shall have perpetual existence.

ARTICLE III. PURPOSE

The purpose of this corporation is to engage in the transaction of any and all business permitted under the laws of the United States and of this State.

ARTICLE IV. CAPITAL STOCK

The maximum number of shares of stock which this corporation is authorized to have outstanding at any one time is Five Hundred (500) shares of common stock, each share having a par value of One Dollar (\$ 1.00).

ARTICLE V. REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation in the State of Florida is 10538 Rio Hermoso, Delray Beach, Florida 33446, and the name of the corporation's initial registered agent at that address is Frederick M. Skubal.

The Board of Directors may from time to time move the registered office to any other place in Florida, or designate another registered agent.

ARTICLE VI. DIRECTORS

The initial Board of Directors shall consist of one member, The number of directors may be either increased or decreased from time to time by the bylaws, but shall never be less than one director. The name and address of the initial director is:

Frederick M. Skubal 10538 Rio Hermoso Delray Beach, Florida 33446

ARTICLE VII. INCORPORATOR

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

Frederick M. Skubal 10538 Rio Hermoso Delray Beach, Florida, 33446

ARTICLE VIII. INDEMNIFICATION

The corporation may indemnify and hold harmless its directors, officers, employees, agents or former directors, officers, employees, agents or other persons, to the full extent of its rights and powers to do so, as provided by the present and future laws of the State of Florida.

ARTICLE IX. BYLAWS

The initial bylaws of this corporation shall be adopted by the Board of Directors. The bylaws may be repealed or amended, and new bylaws adopter, by either the Board of Directors or the shareholders.

ARTICLE X. AMENDMENT

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

IN WITNESS WHEREOF, the undersigned subscriber has executed the foregoing Articles of Incorporation this ______ day of February, 1997.

FREDERICK M. SKUBAL

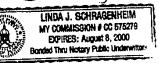
STATE OF FLORIDA) COUNTY OF PALM BEACH)

BEFORE ME personally appeared FREDERICK M. SKUBAL, to me known to be the person described in and who executed the foregoing Articles of Incorporation, and he has acknowledged to and before me that he executed the same for the purposes therein expressed.

WITNESS my hand and official seal this \ \ \ \ \ \ day of February, 1997.

NOTARY FUBLIC

My commission expires:



ACCEPTANCE OF REGISTERED AGENT

Having been designated to accept service of process for the above stated corporation, at the place set forth above, I hereby accept such designation and agree to act in such capacity and to comply with all provisions of Section 48.091, Florida Statutes.

FREDERICK M. SKUBAL OF STATE

FREDERICK M. SKUBAL OF STATE

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