

P97000015912

Mr. Lindsey Powell
6317 NW 170TH Lane
Miami Lakes, FL 33015

February 5, 1997

Florida Department Of State
Division Of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

200002087892--0
-02/14/97--01048--012
****122.50 ****122.50

Dear Sir:

Please find enclosed the original plus (2) copies of the Article Of Incorporation for PAR "4" Productions, Inc. Also enclosed is a \$122.50 check for the filing fees and for the return of a certified copy. Thank you.

FILED
97 FEB 14 PM 2:51
TALLAHASSEE, FLORIDA

Sincerely,

Lindsey Powell

RONALD K. DALLAS
ATTORNEY AT LAW

SUITE ONE
(954) 524-8000 300 SOUTHWEST 2ND STREET
FAX (954) 524-8003 FT. LAUDERDALE, FL 33312

FEB 19

BSB

ARTICLES OF INCORPORATION
OF
PAR "4" PRODUCTIONS, INC.

FILED
97 FEB 14 PM 2:51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscribes to these Articles of Incorporation, natural persons competent to contract, hereby act to form a corporation under the laws of the State of Florida.

[ARTICLE I - NAME]

The name of the corporation shall be PAR "4" PRODUCTIONS, INC.

[ARTICLE II - PURPOSES AND POWERS]

The general nature of business to be transacted by the corporation is as follows:

1. The corporation may engage in any activity of business which is permitted under the laws of the State of Florida.
2. And, in general, to carry on any other business whatsoever in connection with the foregoing or which is calculated, directly or indirectly, to promote the interest of the corporation or to enhance the value of its properties.
3. And, further, to borrow or raise money for any purpose of the company, and to secure the same interest, or for other purposes, to mortgage all or part of the property corporeal or incorporeal rights of franchise of this company now owned or hereinafter

acquired, and to create, issue, draw, and accept and negotiate bonds and mortgages, bills of exchange, promissory notes or other obligations or negotiable instruments.

[ARTICLE III - CAPITALIZATION]

The maximum number of shares of stock this corporation is authorized to have outstanding at any time is One Hundred (100) shares of common stock, having a par value of One Dollar (\$1.00) per share.

[ARTICLE IV - INITIAL CAPITAL]

The initial capital with which this corporation will begin business is not less than Five Hundred Dollars (\$500.00).

[ARTICLE V - COMMENCEMENT AND DURATION]

This corporation is to commence existence upon the filing of the Articles of Incorporation by the Department of State. The corporation shall have a perpetual life unless dissolved in accordance with the laws of this State.

[ARTICLE VI - PRINCIPAL PLACE OF BUSINESS]

The name of the corporation shall be PAR "4" PRODUCTIONS, INC., having its principal place of business at 6317 N.W. 170th Lane, Miami Lakes, Florida, 33015. The Board of Directors may from time to time move the principal office to any other address in the State of Florida, and establish branch offices in any place within the State of Florida as the said corporation may desire.

[ARTICLE VII - BOARD OF DIRECTORS]

This corporation shall have one director initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one.

[ARTICLE VIII - INITIAL DIRECTOR]

The names and addresses of the first Board of Directors are as follows:

LINDSEY POWELL
6317 N.W. 170th Lane
Miami Lakes, FL 33015

[ARTICLE IX - INITIAL OFFICE HOLDERS]

The names and addresses of the initial officers of the corporation are as follows:

<u>President:</u>	LINDSEY POWELL 6317 N.W. 170th Lane Miami Lakes, FL 33015
-------------------	---

[ARTICLE X - INCORPORATORS]

The names and addresses of the Incorporators executing these Articles of Incorporation are as follows:

LINDSEY POWELL
6317 N.W. 170th Lane
Miami Lakes, FL 33015

[ARTICLE XI - AMENDMENT]

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors proposed by them to the

stockholders, and approved at a stockholders' meeting by a majority of the stockholders entitled to vote thereon.

[ARTICLE XII REGISTERED AGENT]

LINDSEY POWELL is hereby named Registered Agent for this corporation to be its agent, and to accept service of process within the State of Florida.

[ACKNOWLEDGEMENT]

The undersigned incorporator, for the purpose of forming this corporation to do business within the State of Florida, does make and file these Articles of Incorporation hereby declaring and certifying that the facts contained herein are true.


LINDSEY POWELL

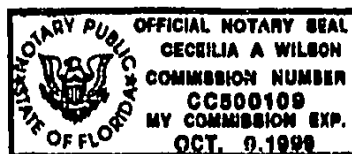
STATE OF FLORIDA
COUNTY OF BROWARD

BEFORE ME, the undersigned authority, personally appeared LINDSEY POWELL, who (is personally known to me)(produced PERSONALLY as identification), and who executed the above.

SWORN TO AND SUBSCRIBED before me this 10 day of FEBRUARY, 1997.


Notary Public

my commission expires:



ACKNOWLEDGEMENT OF REGISTERED AGENT


The undersigned hereby accepts designation as the Registered Agent for Service of Process upon the corporation whose registered office is located at 6317 N.W. 170th Lane, Miami Lakes, Florida, 33015, and agrees to comply with the provision of law applicable to said designation.


LINDSEY POWELL

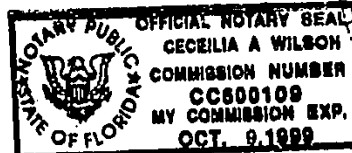
STATE OF FLORIDA
COUNTY OF BROWARD

BEFORE ME, the undersigned authority, personally appeared LINDSEY POWELL, who (is personally known to me)(produced PERSONALLY as identification), and who executed the above.

SWORN TO AND SUBSCRIBED before me this 10 day of FEBRUARY, 1997.


Notary Public
State of Florida at Large

my commission expires:



FILED
97 FEB 14 PM 2:51
TALLAHASSEE
SECRETARY OF STATE
FLORIDA