

CAPITAL CONNECTION, INC.

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904)224-8870

Mailing Address: Post Office Box 10349, Tallahassee, FL 32302

TOLL FREE No. 1-800-342-8062

FAX (904) 222-1222

NAME _____

FIRM _____

ADDRESS _____

PHONE () _____

Service: Top Priority _____ Regular _____
One Day Service Two Day Service

To us via _____ Return via _____

Matter No.: _____ Express Mail No. _____

State Fee \$ _____ Our \$ _____

FILED

97 MAR 24 AM 9:47

MAR 24 1997

TX!

RE:

Prime Time Golden
Development, Inc

C.C. FEE.

DISBURSED

Capital Express™
Art. of Inc. Filo
Corp. Record Search
Ltd. Partnership Filo
Foreign Corp. Filo
(-) Cert. Copy(s) photo
Art. of Amend. Filo
Dissolution/Withdrawal
C U S-
Fictitious Name Filo
Name Reservation -03/24/97--01002--026
Annual Report/Reinstatement *****70.00 *****70.00
Reg. Agent Service
Document Filing
Corporate Kit
Vehicle Search
Driving Record
Document Retrieval
UCC 1 or 3 Filo
UCC 11 Search
UCC 11 Retrieval
File No.'s, Copies
Courier Service
Shipping/Handling
Phone ()
Top Priority
Express Mail Prop.
FAX () pgs.

SUBTOTALS

FEE.....\$
DISBURSED.....\$
SURCHARGE.....\$
TAX on corporate supplies.....\$
SUBTOTAL.....\$
PREPAID.....\$
BALANCE DUE.....\$

REQUEST TAKEN CONFIRMED APPROVED

DATE _____

TIME _____ CK No. _____

BY _____

WALK-IN 3/24 12:00
Will Pick Up _____

Please remit invoice number with payment
TERMS: NET 10 DAYS FROM INVOICE DATE
1 1/2% per month on Past Due Amounts
Past 30 Days, 18% per Annum.

THANK YOU
from
Your Capital Connection

**ARTICLES OF INCORPORATION
OF
PRIME TIME GOLDEN DEVELOPMENT, INC.**

FILED
97 MAR 24 AM 9:47
STATE OF FLORIDA
TALLAHASSEE, FLORIDA

ARTICLE I. CORPORATE NAME.

The name of this corporation is: PRIME TIME GOLDEN DEVELOPMENT, INC.

ARTICLE II. NATURE OF BUSINESS AND POWERS.

The general nature of the business to be transacted by this Corporation is to engage in any and all business permitted under the laws of the State of Florida.

ARTICLE III. CAPITAL STOCK.

The maximum number of shares of stock that this corporation is authorized to have outstanding at any time is 100 shares of common stock having no par value per share.

ARTICLE IV. TERM OF EXISTENCE.

This Corporation shall have perpetual existence, commencing upon the filing of these articles with the Department of State.

ARTICLE V. REGISTERED AGENT AND INITIAL REGISTERED OFFICE.

The Registered Agent and the street address of the initial Registered Office of this Corporation in the State of Florida shall be:
JUDD ARONOWITZ
325 ALMERIA AVE, CORAL GABLES FL. 33134

certain amendment of these Articles of Incorporation be made.

ARTICLE X. INDEMNIFICATION

The corporation shall indemnify any Officer or Director or any former officer or director, to the full extent permitted by law.

ARTICLE XI.

Every shareholder, upon the sale for cash of any new stock of this corporation, in the class of which said shareholder is an owner, shall have the right to purchase a pro rata share thereof of shares in the same class (as nearly as may be done without issuance of fractional shares) at a price at which it is offered to others.

ARTICLE XII

The street address of the initial principal office of this Corporation is:

14750 NE 16 AVENUE, MIAMI FL. 33162

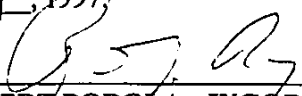
ARTICLE XIII

This Corporation shall have all of the corporate powers enumerated in the Florida General Corporation Act. The provisions of said act shall extend to this Corporation insofar as the same shall be applicable.

ARTICLE XIV

The Stockholders of this Corporation shall have the exclusive authority to fix the compensation of directors of this Corporation.

IN WITNESS WHEREOF, the undersigned, as Incorporator, has executed the foregoing Article of Incorporation on 10 day of MARCH, 1997;


ROBERT POPOLA - INCORPORATOR

STATE OF FLORIDA
COUNTY OF DADE

BEFORE ME, a Notary Public, personally appeared, ROBERT POPOLA, who provided

The Board of Directors from time to time may move the Registered Office to any other address in the State of Florida.

ARTICLE VI. BOARD OF DIRECTORS

This corporation shall have one director initially. The number of directors may be increased or diminished from time to time by Bylaws adopted by the stockholders, but shall never be less than one.

ARTICLE VII. INITIAL DIRECTOR.

The name of the director of this Corporation and his street address is as follows:

ROBERT POPOLA
14750 NE 16 AVE
MIAMI FL. 33162

The person named as director shall hold office for the first year of existence of this Corporation or until their successors are elected or appointed and has qualified, whichever occurs first.

ARTICLE VIII. INCORPORATOR.

The name and street address of the person signing this Article of Incorporation is:

ROBERT POPOLA
14750 NE 16 AVENUE
MIAMI, FLORIDA 33162

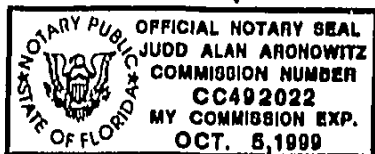
ARTICLE IX. AMENDMENT.

This Article 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 at least a majority of the stock entitled to vote, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a

this following identification Personally known to me known to be the person described as
Incorporator and who executed the foregoing Article of Incorporation, and acknowledged before me
that he subscribed to the Article of Incorporation on the 10 day of December, 1997


NOTARY PUBLIC

My Commission Expires:



Printed Name of Notary Public

**CERTIFICATE DESIGNATING PLACE OR BUSINESS OR DOMICILE FOR
THE SERVICE OR PROCESS WITHIN FLORIDA, NAMING THE AGENT
UPON WHOM PROCESS MAY BE SERVED**

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES. THE FOLLOWING
IS SUBMITTED:

FIRST. **PRIME TIME GOLDEN DEVELOPMENT, INC.** DESIRING TO ORGANIZE
OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA WITH ITS PRINCIPAL
PLACE OF BUSINESS AT THE CITY OF MIAMI, STATE OF FLORIDA, HAS NAMED:

JUDD ARONOWITZ, esq.

LOCATED AT: 325 ALMERIA AVE. CORAL GABLES FLORIDA 33134

ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

SIGNATURE

CORPORATE OFFICER

ROBERT POPOLA-

DATE

3/10/97

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESSOR THE ABOVE
STATED CORPORATION. AT THE PLACE DESIGNATED IN THIS CERTIFICATE. I
HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY
WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND
COMPLETE PERFORMANCE OF MY DUTIES.

SIGNATURE

JUDD ARONOWITZ

DATE

3/10/97

FILED
97 MAR 24 AM 9:47
CLERK OF DISTRICT COURT
MIAMI, FLORIDA