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ACCOUNT NO. : 072100000032

REFERENCE : 395840 7129435

AUTHORIZATION :

Patricia Kyzure

COST LIMIT : \$ 70.00

ORDER DATE : May 16, 1997

ORDER TIME : 9:53 AM

ORDER NO. : 395840-005

CUSTOMER NO: 7129435

CUSTOMER: Mr. D. Smith
MR. DANIEL SMITH

Suite 2163
777 East Atlantic Avenue
Delray Beach, FL 33483

100002182861--0

DOMESTIC FILING

NAME: TWENTY-FOUR SEVEN
ENTERTAINMENT INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Warren Whittaker

EXAMINER'S INITIALS:

FILED
97 MAY 19 PM 2:05
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Dmc
5-19-97

RECEIVED
97 MAY 19 PM 12:16
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF

TWENTY-FOUR SEVEN ENTERTAINMENT INC.

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

TWENTY-FOUR SEVEN ENTERTAINMENT INC.

The address of the principal office of this corporation shall be Suite 2163, 777 East Atlantic Avenue, Delray Beach, Florida 33483, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock having no par value per share.

FILED
97 MAY 19 PM 2:05
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 1201 Hays Street, Tallahassee, Florida 32301, and the name of the initial registered agent of the corporation at that address is Corporation Service Company.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have two Directors, initially. The names and addresses of the initial members of the Board of Directors are:

Daniel Smith
Dir.

712 Northeast 8th Avenue
Delray Beach, Florida 33483

Michael Lambert
Dir.

712 Northeast 8th Avenue
Delray Beach, Florida 33483

ARTICLE VII. INCORPORATOR

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

Corporate Agents, Inc.
1201 Hays Street
Tallahassee, Florida 32301

The undersigned incorporator has executed these Articles of Incorporation on May 19, 1997.

Deborah D. Skipper

It's Agent, Deborah D. Skipper
Incorporator

ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF INCORPORATION

Corporation Service Company, a Delaware corporation authorized to transact business in this State, having a business office identical with the registered office of the corporation named above, and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

By: Deborah D. Skipper

It's Agent, Deborah D. Skipper
Authorized Service Representative
Corporation Service Company

JKN/RWW