

P97.0000 63020

Michael Penrod
241 S. Atlantic Blvd.
Ft. Lauderdale, FL 33316

June 30, 1997

Secretary of State
Division of Corporations
PO Box 6327
Tallahassee, FL 32314

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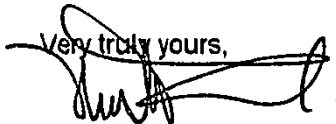
Re: Internet Entertainment, Inc.

Gentlemen:

Enclosed please find the original and one copy of Articles of Incorporation, together with my check in the amount of \$122.50 for the above named corporation.

This represents the cost of Filing Fees, Certified copy of Articles of Incorporation and Fee for Registered Agent Designation for the above named corporation.

Very truly yours,



Michael Penrod

INTERNET ENTERTAINMENT, INC.

Mailing Address of Corporation:

Michael Penrod
241 S. Atlantic Blvd.
Ft. Lauderdale, FL 33316

Phone Number: (954) 463-4615

(954)

FILED
97 JUL 17 AM 8:07
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

W97-16196
2549-2550

R. G. GORDON

JUL 22 1997



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

July 14, 1997

MICHAEL PENROD
241 S ATLANTIC BLVD
FT LAUDERDALE, FL 33316

CHANGE TO
Penrod's Internet Entertainment, Inc

SUBJECT: INTERNET ENTERTAINMENT, INC.
Ref. Number: W97000016196

FILED
97 JUL 17 AM 8:08
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Penrod's Internet Entertainment, Inc.

We have received your document for INTERNET ENTERTAINMENT, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of a name is not acceptable. Please select a new name and make the correction in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6904.

Freida Chesser
Corporate Specialist

Letter Number: 297A00035992

ARTICLES OF INCORPORATION

FILED
97 JUL 17 AM 8:07
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned INCORPORATOR(s), for the purpose of forming a corporation under the Laws of the State of Florida, by and under the provisions of the Statutes of the said State of Florida.

ARTICLE I NAME

The name of this corporation shall be:
Penrod's INTERNET ENTERTAINMENT, INC..

ARTICLE II PRINCIPAL OFFICE

The initial street address of the principal office of the corporation shall be:
241 S. Atlantic Blvd.
Ft. Lauderdale, Fl
33316

ARTICLE III CAPITAL STOCK

The maximum number of shares of capital stock that this corporation is authorized to have outstanding at one time is FIVE HUNDRED (500) shares of common stock, having a par value of ONE (\$1.00) DOLLAR PER SHARE.

ARTICLE IV

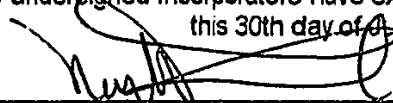
The name and address of the initial registered agent is:
Michael Penrod
241 S. Atlantic Blvd.
Ft. Lauderdale, Fl
33316

ARTICLE V INCORPORATOR(S)

The names and street addresses of the members of the Incorporators
to these Articles of Incorporation are:

Michael Penrod - 241 S. Atlantic Blvd. Ft. Lauderdale, Fl 33316

The undersigned Incorporators have executed these Articles of Incorporation
this 30th day of June, 1997.


_____. (SEAL)

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/registered agent, in the State of Florida.

1. The name of the corporation is: ~~INTERNET ENTERTAINMENT, INC.~~

2. The name and address of the registered agent and office is: *PENROD'S Internet Entertainment, inc*

Michael Penrod
241 S. Atlantic Blvd.
Ft. Lauderdale, Fl. 33316

Having been named to as registered agent and to accept service of 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: 

Date: *July 7-97*

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

97 JUL 17 AM 8:08

FILED