

WAYNE D. CLANCE

ATTORNEY AT LAW
4751 SAN JUAN AVE., SUITE 2
JACKSONVILLE, FL 32210
(904) 384-0207
FAX (904) 384-0071

FILED
97 JUL 21 AM 10: 54
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

P 970000 63517-

March 6, 1997

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***122.50 ***122.50

Secretary of State
Corporate Division
409 E. Gaines Street
Tallahassee, Florida 32301

RE: New Corporation

To Whom it may Concern,

Thank you so much for helping me obtain an immediate Charter number for this corporation.

Enclosed is:

- A. Charter
- B. Check in the amount of \$122.50 for filing

Sincerely,


Wayne D. Clance

Enclosure (s)

~~61-16183~~
~~61-6889~~
~~61-624~~

MAR 25 1997



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

March 25, 1997

WAYNE D CLANCE ESQUIRE
4751 SAN JUAN AVE STE 2
JACKSONVILLE, FL 32210

SUBJECT: TOTAL ENTERTAINMENT CONCEPTS, INC.
Ref. Number: W97000006889

FILED
97 JUL 21 AM 10:54
SECRETARIAT OF STATE
TALLAHASSEE, FLORIDA

We have received your document for TOTAL ENTERTAINMENT CONCEPTS, 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 an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

Please return 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 (904) 487-6904.

Frelida Chesser
Corporate Specialist

Letter Number: 197A00015056



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

July 14, 1997

WAYNE D CLANCE ESQUIRE
4751 SAN JUAN AVE STE 2
JACKSONVILLE, FL 32210

SUBJECT: AMERICAN ENTERTAINMENT PRODUCTS, INC.
Ref. Number: W97000016183

FILED
97 JUL 21 AM 10: 54
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We have received your document for AMERICAN ENTERTAINMENT PRODUCTS, 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 registered agent must sign accepting the designation.

The document must include original signatures.

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: 197A00035984

ARTICLES OF INCORPORATION
OF
AMERICAN ENTERTAINMENT PRODUCTS, INC.

I, the undersigned, subscriber to these Articles of Incorporation, a natural person competent to contract, do hereby form a corporation for profit under the laws of the State of Florida.

ARTICLE I

Name

The name of the corporation shall be:

AMERICAN ENTERTAINMENT PRODUCTS, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE II

Purpose

The corporation shall be entitled to engage in any business activity authorized by the laws of Florida.

ARTICLE III

Shares

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 500 shares of common stock having a par value of one dollar (\$1.00) per share.

ARTICLE IV

Capital

The amount of capital with which this corporation shall begin business shall be not less than Five Hundred (\$500.00) dollars.

ARTICLE V

Existence

This corporation shall have perpetual existence.

ARTICLE VI

Office

The principle office of the corporation shall be:

36 Arlington Rd. S.

Jacksonville, Florida 32216

ARTICLE VII

Directors

The number of directors of this corporation shall be as provided in the By-Laws, but shall not be less than 1 in number.

ARTICLE VIII

Initial Director

The names and address of the first Director of this corporation who, subject to the provisions of the By-Laws of the corporation, and the laws of the State of Florida, shall hold office for the first year of the corporation existence is:

Stephen Obsharskey
36 Arlington Road S.

Jacksonville, Florida 32216

ARTICLE IX

Subscribers

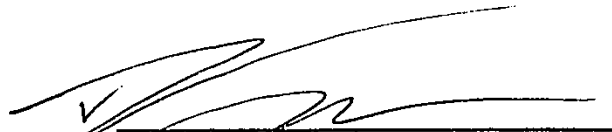
The name and address of the subscriber of these Articles and the number of shares he agrees to take is as follows:

Wayne D. Clance
4751 San Juan Ave., Suite 12
Jacksonville, Florida 32210
1 Share

ARTICLE X

Resident Agent

The corporation hereby appoints Wayne D. Clance, 4751 San Juan Ave., Suite 2, Jacksonville, Florida 32210 as resident agent of the corporation. Said agent's acceptance of appointment is represented by his signature attached hereto.


Wayne D. Clance

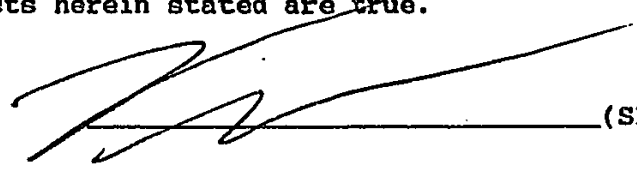
ARTICLE XI

Amendment

These articles may be amended in the manner provided by law.

IN WITNESS WHEREOF, I, the undersigned, being the original subscriber to the capitol stock hereinbefore named, have hereunto set my hand and seal, this 12th day of May, 1997, for the purpose of forming this corporation to do business both within and without the State of Florida, and in accordance with the laws of the State

of Florida, do make and file in the Office of the Secretary of State of the State of Florida these Articles of Incorporation, and certify that the facts herein stated are true.

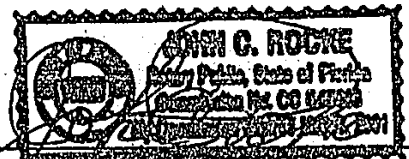


(SEAL)

Original
✓ sign

State of Florida
County of Duval

Before me personally appeared Wayne D. Clance known to me to be the person described herein who acknowledged that he executed the foregoing for the purposes therein described on this 12th day of May, 1997.



Notary Public
State of Florida at Large
My Commission Expires:

FILED
97 JUL 21 AM 10:54
SECRETARY OF STATE
TALLAHASSEE, FLORIDA