TRANSMITTIL LETTER Department of State

Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

| SUBJECT: _ | GROOVE TU(| BE PRODUC ate name - must include suff | | I G . |
|--|--|---|---|------------------------|
| | | 50 | 000022495 -07/28/97011 *****78.75 * | 45- 1400 ******7 |
| Enclosed is an or \$70.0 Filing Fe | | \$122.50 Filing Fee & Certified Copy | \$131.25 Filing Fee, Certified Copy & Certificate | |
| FROM: | J. Disanto / Name (Printed 11312 G2 W S Addre | d or typed) | PY REQUIRED 97 NUS 11 | FILED |
| | Pinullas Pla, City, State (813) 896- Daytime Teleph | 1219 | 8 3 = | |

NOTE: Please provide the original and one copy of the articles.



FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

July 30, 1997

J. DISANTO 11312 62ND STREET N PINELLAS PARK, FL 34658

SUBJECT: GROOVE TUBE PRODUCTIONS INC.

Ref. Number: W97000017564

We have received your document for GROOVE TUBE PRODUCTIONS INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must state the number of shares of authorized stock.

CORPORATION MAY USE ONLY 1 REGISTERED AGENT, PLEASE DELETE AND AGENT.

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 (850) 487-6933.

Letter Number: 997A00038910

Dana Calloway Document Specialist

Division of Corporations - P.O. BOX 6327 -Tallahassee, Florida 32314

ARTICLES OF INCORPORATION

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be:

GROOTE TUBE FROUX TOILS IN

THE THE RESERVENCE OF THE PARTY OF THE PARTY

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

1019 & 15th AVE N)
St Fetersiang FL 32=00

ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

100 Shows

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

J. Dienits
11312 622'SI N
Pinchas Ez, Fl E1112 8

ARTICLE V INCORPORATOR(S)

See instructions for officers/directors

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is(are):

J. Disanto W B. Hammil
11312 G2¹² St. N 10018 85th St.
Pinellas Pk., FL 34658 LArgo, FL 346

THE Perpose of Growe tobe productions is to Produce tolevision programming/Enterlaiment & information supported by advertising manies. The Above mentioned incorporaters will be considered sole Joint and equal partners in this vertice.

The undersigned incorporator(s) has(have) executed these Articles of Incorporation this

18th day of July , 19 97.

(An additional article must be added if an effective date is requested.)

Signature
Signature
Signature

Notarization is not required

NOTE: Affixing an officer title after a signature of an incorporator does not constitute the designation of officers.

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, 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 GRONE TUPE Productions inc. |
|----|---|
| 2. | The name and address of the registered agent and office is: |
| | J. Disarito (NAME) |
| | (P. O. Box or Mail Drop Box NOT ACCEPTABLE) |
| | PINELLOS PONK, FL 34458 |

Having been named 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.

J. D. SIGNATURE) 7-21-97
(DATE)