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GOLD COAST PRODUCERS, INC.

3322 Casseekey Island Road, #404
Jupiter, FL 33477
(561) 744-9018

August 7, 1997

Florida Dept. Of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

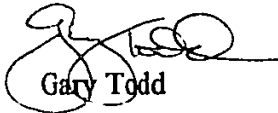
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*****80.00 *****80.00

Dear Sir or Madam:

Enclosed for filing please find the original and one copy of the Articles of Incorporation for the above corporation along with a check in the amount of \$80.00 for corporate filing fee.

If you should have any questions, please do not hesitate to contact me.

Very truly yours,


Gary Todd

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97 AUG 13 AM 11:16
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
GOLD COAST PRODUCERS, INC.

The undersigned, acting as Incorporator of a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation for such corporation:

1. The name of the corporation is Gold Coast Producers, Inc.
2. The period of its duration is perpetual.

3. The purpose of the corporation is to engage in any activities or business permitted under the laws of the United States of America, the State of Florida, and any other country or state in which it may from time to time have occasion to do business. In particular, the purpose of the corporation is television production.

4. The corporation shall have the authority to issue 1000 shares of stock, all of one class, which shall have a par value of \$1.00 per share.

5. The initial shareholders shall be:

<u>Name</u>	<u>Amount of Shares</u>
Gary Todd	501
Robert Freeman	499

6. The address of the corporation's initial registered office is 3322 Casseekey Island Road #404, Jupiter, FL 33477, and the name of it's initial registered agent at said address is Gary Todd. The principal address is 3322 Casseekey Island Road #404, Jupiter, FL 33477.

7. The number of directors constituting the initial Board of Directors of the corporation is three (3), whose names and addresses are:

<u>Name</u>	<u>Address</u>
Gary Todd	3322 Casseekey Island Road #404 Jupiter, FL 33477
Robert Freeman	7154 N. University Drive #248 Tamarac, FL 33321
Linda Todd	3322 Casseekey Island Road #404 Jupiter, FL 33477

8. The name and the address of the incorporator is:

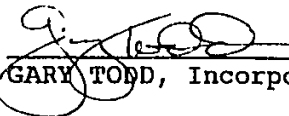
<u>Name</u>	<u>Address</u>
Gary Todd	3322 Casseekey Island Road #404 Jupiter, FL 33477

9. Each and every shareholder shall have preemptive rights so as to maintain their respective percentage interests as hereinbefore set forth.

10. The initial officers of the corporation shall be:

<u>Name</u>	<u>Address</u>
Gary Todd	President
Robert Freeman	Vice President
Linda Todd	Secretary/Treasurer

DATED this 7th day of August, 1997


GARY TODD, Incorporator

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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

STATE OF FLORIDA)
COUNTY OF PALM BEACH)

BEFORE ME, the undersigned authority, personally appeared GARY TODD, who produced Indiana Dr. License #1640 05-2001 as identification, and who is the person described in and who subscribed the above Articles of Incorporation of GOLD COAST PRODUCERS, INC., and he did freely and voluntarily acknowledge before me according to law that he made and subscribed the same for the uses and purpose therein mentioned and set forth.

IN WITNESS WHEREOF, I have set my hand and official seal, at West Palm Beach, in said County and State this 7th day of August, 1997.

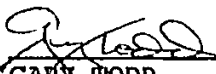


"OFFICIAL SEAL"
Catherine L. Graves
My Commission Expires 11/7/2000
Commission #CC 599918


NOTARY PUBLIC-STATE OF FLORIDA

ACCEPTANCE BY REGISTERED AGENT

I, GARY TODD, hereby accept appointment as registered agent for GOLD COAST PRODUCERS, INC., and hereby acknowledge that I am familiar with, and accept the obligations of, Section 607.325, Florida statutes.


GARY TODD
Registered Agent