

P970000-70855



ACCOUNT NO. : 072100000032

REFERENCE : 495487 7129934

AUTHORIZATION :

Patricia Pappas

COST LIMIT : \$ 122.50

ORDER DATE : August 13, 1997

ORDER TIME : 11:34 AM

ORDER NO. : 495487-005

800002266218--5

CUSTOMER NO: 7129934

CUSTOMER: Ms. Mirlene E. Dubreuze
MIRLENE E. DUBREUZE, CLA

Suite 609
19495 Biscayne Boulevard
Miami, FL 33180

DOMESTIC FILING

NAME: COOL MOOD PRODUCTIONS, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Lori R. Dunlap

EXAMINER'S INITIALS:

FILED
97 AUG 13 AM 10:25
STATE
TALLAHASSEE, FLORIDA

RECEIVED
97 AUG 13 PM 1:14
DIVISION OF CORPORATION

02854

wa7-18708

6

SN

AUG 13 1997



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

August 13, 1997

CSC NETWORKS
1201 HAYS ST.
TALLAHASSEE, FL 32301-2607

SUBJECT: COOL MOOD PRODUCTIONS, INC.
Ref. Number: W97000018708

RESUBMIT

Please give original
submission date as file date.

We have received your document for COOL MOOD PRODUCTIONS, INC. and the authorization to debit your account in the amount of \$122.50. However, the document has not been filed and is being returned for the following:

The registered agent must have a Florida street address. A post office box is not acceptable.

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) 487-6052.

Sandy Ng
Document Specialist

Letter Number: 097A00041031

RECEIVED
DIVISION OF CORPORATIONS
97 AUG 15 AM 9:59

ARTICLES OF INCORPORATION
OF
COOL MOOD PRODUCTIONS, INC.

FILED
97 AUG 13 AM 10:25
SEC. OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of this corporation is COOL MOOD PRODUCTIONS, INC.

ARTICLE II - PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:
4742 N.W. 7th Manor, Coconut Creek, Florida 33063.

ARTICLE III - PURPOSE

This corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue seven thousand five hundred (7,500) shares of one dollar (\$1.00) par value common stock, which shall be designated "Common Shares".

ARTICLE V - PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof at the price at which it is offered to others.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation and the name of the initial registered agent of this corporation at such address are as follows: Moody Dubreuze, 4742 N.W. 7th Manor, Coconut Creek, Florida 33063.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have one director initially. The number of directors may be either increased or diminished from time to time by the By-Laws but shall never be less than one. The initial director of this corporation shall be the Incorporator named below.

ARTICLE VIII - INCORPORATOR

The name and address of the person signing these articles is

<u>NAME</u>	<u>ADDRESS</u>
Moody Dubreuze	4742 N.W. 7th Manor Coconut Creek, Florida 33063

ARTICLE IX - INDEMNIFICATION

The corporation shall indemnify all officers and directors, and former officers and directors, to the fullest extent permitted by law as the law now exists or may be amended hereafter.

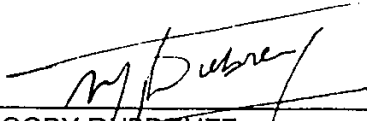
ARTICLE X - BY-LAWS

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Shareholders.

ARTICLE XI - AMENDMENTS

The right to amend or repeal any provisions contained in these Articles of Incorporation or any Amendments hereto is reserved to the Shareholders.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 10th day of August, 1997.



MOODY DUBREUZE,
Incorporator and Registered Agent

ACCEPTANCE OF REGISTERED AGENT

Having been named as registered agent of the corporation named above, the undersigned does hereby accept such appointment and does hereby agree to do all things necessary in order to carry out any and all duties required of such position.

Dated this 10th day of August, 1997.



MOODY DUBREUZE

FILED
97 AUG 13 11:10:25
TALLAHASSEE, FLORIDA
SEC. OF STATE