

P97000071920

LAW OFFICES
ROMANIK LAVIN HUSS & PAOLI
1901 HARRISON STREET
HOLLYWOOD, FLORIDA 33020

9/18/97 18:11:35

JOSEPH J. HUSS
RICHARD A. IVERS*
ANITA PAOLI KOTLER
ANDREW T. LAVIN
SAMUEL A. LEWIS
AUGUST C. PAOLI
DAVID S. ROMANIK
* ALSO ADMITTED IN NY & CT

PLEASE REPLY TO:
POST OFFICE BOX 1040
HOLLYWOOD, FLORIDA 33022
TELEPHONE (954) 922-4656
TELEFAX (954) 925-2856
EMAIL RLHP@RLHP.COM
HTTP: //WWW.RLHP.COM

August 15, 1997

Secretary of State
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32301

000002270110--6
-08/18/97--01122--021
****122.50 ****122.50

Re: EXTREME ENTERTAINMENT, INC.

8-15-97

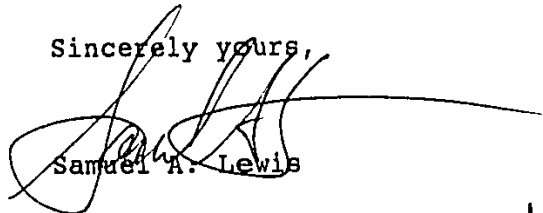
Sir or Madam:

Enclosed please find an original and one copy of the Articles of Incorporation for the above-named corporation and a check in the amount of \$122.50 made payable to the Secretary of State. The check represents:

\$ 35.00	Filing Fee
35.00	Registered Agent Designation
<u>52.50</u>	Certified Copy of Articles
\$122.50	TOTAL

I would appreciate your taking the steps necessary to have this corporation filed in the State of Florida and returning a certified copy of the Articles of Incorporation to the undersigned in the enclosed return envelope. In addition, I understand that by filing the enclosed Articles we are, in fact, requesting a final name clearance.

Sincerely yours,


Samuel A. Lewis

SAL/jds
Enclosures
sal\extreme\1

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**ARTICLES OF INCORPORATION
OF
EXTREME ENTERTAINMENT, INC.**

FILED
57 AUG 13 PM 4:35
TALLAHASSEE, FLORIDA

The undersigned does hereby subscribe to, acknowledge and files the following Articles of Incorporation for the purpose of creating a corporation under the laws of the State of Florida.

ARTICLE I -- NAME

The name of the corporation is EXTREME ENTERTAINMENT, INC.

8-15-97

ARTICLE II -- PURPOSE

This corporation is organized for the purpose of transacting any and all lawful business permitted under the laws of Florida.

ARTICLE III -- CAPITAL STOCK

This corporation is authorized to issue 500 shares of no par value common stock, which shall be designated as "Common Shares". All of said stock shall be payable in cash, property (real or personal) or labor or services in lieu thereof at a just valuation to be fixed by the Board of Directors.

ARTICLE IV -- TERM

This corporation shall commence its existence on August 15, 1997, and shall exist perpetually thereafter unless sooner dissolved according to law.

ARTICLE V -- VOTING RIGHTS

Except as otherwise provided by law, the entire voting power for the election of directors and for all other purposes shall be vested exclusively in the holders of the outstanding Common Shares.

ARTICLE VI -- PREEMPTIVE 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 (as nearly as may be done without issuance of fractional shares) at the prices at which it is offered to others.

ARTICLE VII -- PRINCIPAL OFFICE; INITIAL REGISTERED OFFICE AND AGENT. MAILING ADDRESS

The street address of the principal office and the initial registered office of this corporation is 1901 Harrison Street, Hollywood, Florida 33020 and the initial registered agent of this corporation is Samuel A. Lewis, 1901 Harrison Street, Hollywood, Florida 33020. The mailing address for this corporation is 1901 Harrison Street, Hollywood, Florida 33020.

ARTICLE VIII -- INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) director initially. The number of directors may be increased by a unanimous vote of the shareholders of the corporation, but in no event shall there be more than three (3) directors. The name and address of the initial director of this corporation is:

Michelle Ann Allen Post Office Box 415316, Miami Beach, Florida 33141

The initial officers of this corporation will be:

President/Secretary/Treasurer -- Michelle Ann Allen

Officers shall be elected from time to time in the manner set forth in the By-Laws of this corporation.

ARTICLE IX -- INCORPORATOR

The name and address of the person signing these articles is: Samuel A. Lewis, 1901 Harrison Street, Hollywood, Florida 33020.

ARTICLE X -- INDEMNIFICATION

The corporation shall indemnify any officer or director or any former officer or director, to the fullest extent permitted by law either now existing or hereafter enacted.

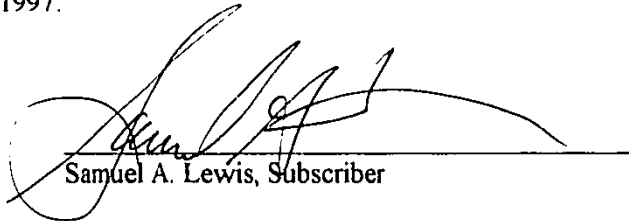
ARTICLE XI -- POSSIBLE CONFLICTS

No contract or other transaction between this corporation and any other corporation, and no act of this corporation shall in any way be affected or invalidated by the fact that any of the directors of this corporation are pecuniarily or otherwise interested in, or are directors or officers of, such other corporation. Any director individually, or any firm of which any director may be a member, may be a party to, or may be pecuniarily or otherwise interested in, any contract or transaction of this corporation, provided that the fact that he or such firm is so interested shall be disclosed or shall have been known to the Board of Directors or a majority thereof, and any director of this corporation who is also a director or officer of such other corporation, or who is so interested may be counted in determining the existence of a quorum at any meeting of the Board of Directors of this corporation which shall authorize any such contract or transaction with like force and effect as if he were not such officer or director of such other corporation, or not so interested.

ARTICLE XII -- CORPORATE DEBTS

The private property of the shareholders shall not be subject to the payment of the corporate debts to any extent whatsoever. The corporation shall have a first lien on the shares of its shareholders and upon the dividends due them for any indebtedness of such shareholders to the corporation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 15th day of August, 1997.

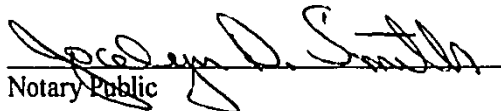

Samuel A. Lewis, Subscriber

STATE OF FLORIDA

COUNTY OF BROWARD

BEFORE ME, a notary public, authorized to take acknowledgments in the State and County set forth above, personally appeared SAMUEL A. LEWIS, who is known to me, and who did take an oath, and he acknowledged before me that he executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 15th day of August, 1997.


Notary Public

My commission expires:



JACQUELINE D. SMITH
My Comm Exp. 11/14/2000
Bonded By Service Ins
No. CC601610
[] Personally Known [] Other I.O.

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE
OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE
SERVED.**

FILED
97 AUG 19 11 11 AM
TALLAHASSEE, FLORIDA

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted compliance with
said Act:

First--That EXTREME ENTERTAINMENT, INC. desiring to organize under the laws of
the State of Florida with its principal office, as indicated in the articles of incorporation at 1901
Harrison Street, Hollywood, Florida 33020, has named **Samuel A. Lewis, located at 1901 Harrison
Street, Hollywood, Florida 33020**, as its agent to accept service of process within this State.

ACKNOWLEDGMENT: (MUST BE SIGNED BY DESIGNATED AGENT)

Having been named to accept service of process for the above-stated corporation, at the place
designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the
provisions of said Act relative to keeping open said office.

By: 

Samuel A. Lewis, Resident Agent

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ELECTRONIC FILING COVER SHEET

((H97000013661 8)))

TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4001

FROM: EMPIRE CORPORATE KIT COMPANY

ACCT#: 072450003255

CONTACT: RAY STORMONT

FAX #: (305)541-3770

PHONE: (305)541-3694

NAME: HAWKSBILL, INC.

AUDIT NUMBER.....H97000013661

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..0 PAGES.....3

CERT. COPIES.....0 DEL.METHOD.. FAX

EST.CHARGE.. \$70.00

NOTE: PLEASE PRINT THIS PAGE AND USE IT AS A COVER SHEET. TYPE THE FAX
AUDIT NUMBER ON THE TOP AND BOTTOM OF ALL PAGES OF THE DOCUMENT

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NUM

Connect: 00:13:28

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9/18/97

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(3)

**ARTICLES OF INCORPORATION
OF
HAWKSBILL, INC.**

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

HAWKSBILL, INC.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be :
**1776 LAKE WORTH RD, SUITE 101
LAKE WORTH, FL 33460**

ARTICLE III CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is **SEVEN THOUSAND FIVE HUNDRED (7,500)** shares having a par value of **ONE DOLLAR (1.00)** per share.

ARTICLE IV INITIAL BOARD OF DIRECTORS

The number of Directors constituting the Initial Board of Directors of this Corporation is one (1). The number of Directors may be either increased or decreased from time to time by an amendment of the by-laws but shall never be less than one (1). The names and addresses of the Initial Board of Directors are:
**TERRY AYLING
1776 LAKE WORTH RD, SUITE 101
LAKE WORTH, FL 33460**

ARTICLE V INCORPORATOR

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is (are):
**RICHARD W. DEAN
1776 LAKE WORTH RD, SUITE 101
LAKE WORTH, FL 33460**

These Articles of Incorporation Prepared By:
**Richard W. Dean, P.A.
6363 N.W. 6 Way Suite 210
Ft. Lauderdale, FL 33309
(954) 776-1001
Florida Bar Number 362263**

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ARTICLE VI INITIAL REGISTERED AGENT AND ADDRESS

The name(s) and address of the initial registered agent is:

**RICHARD W. DEAN
1776 LAKE WORTH RD, SUITE 101
LAKE WORTH, FL 33460**

The undersigned has (have) executed these Articles of Incorporation this date: **AUGUST 19, 1997**



RICHARD W. DEAN, Incorporator

**CERTIFICATE OF DESIGNATION
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: **HAWKSBILL, INC.**
2. The name and address of the registered agent and office is: **RICHARD W. DEAN
1776 LAKE WORTH RD, SUITE 101
LAKE WORTH, FL 33460**

SIGNATURE

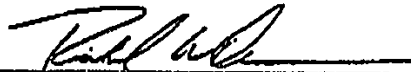


TITLE:

INCORPORATOR

DATE: AUGUST 19, 1997

Having been named Registered Agent 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.



Registered Agent

AUGUST 19, 1997

Date

H97000013661

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FILED