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2410 LINCOLN AVENUE

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ADMITTED TO PRACTICE:

COMMONWEALTH OF MASSACHUSETTS
STATE OF FLORIDA
DISTRICT OF COLUMBIA

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-09/05/97-01020-009
****122.50****122.50

September 2, 1997

TRANSMITTAL LETTER

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

SUBJECT: BEACH BUM PRODUCTION

Enclosed please find an original and one (1) copy of the articles of incorporation for the above corporation and check in the amount of \$ 122.50. Kindly send me the certified copy.

Thank you.

Sincerely,


DIANE A. PARISER

DAP/mr
Enclosures.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 SEP -5 AM 11:08

RP
9-8-97

**ARTICLES OF INCORPORATION
OF
BEACH BUM PRODUCTION, INC.**

a Florida corporation

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

97 SEP -5 AM 11:08

The undersigned acknowledges and files in the Office of the Secretary of State of the State of Florida for the purpose of forming a corporation for profit, in accordance with the laws of the State of Florida, these Articles of Incorporation, as by law provided.

ARTICLE I.

NAME

The name of this corporation shall be: BEACH BUM PRODUCTION, INC.

ARTICLE II.

BUSINESS

The general nature of the business and businesses to be transacted are as follows:

Domestic and international commerce and any and all lawful business which corporation may be engaged in under the laws of the State of Florida or the United States.

Without in any way limiting any of the objects and powers of the corporation, it is expressly declared and provided that the corporation, to carry on its business, or for the purpose of accomplishing any of the objects hereinabove mentioned, shall have the power to make and perform contracts of any kind and description, to do any and all other acts and things, and to exercise any and all other powers, either as principal, agent or broker, conferred by the laws of the State of Florida upon

BEACH BUM PRODUCTION, INC.

Diane A. Puriser, Esquire
Fla. Bar No. 559288

corporations formed under the laws of said State, and which now or hereafter may be authorized by law.

ARTICLE III.

SHARES

The authorized capital stock of this corporation shall consist of 500 shares of common stock, \$1.00 par value. There shall be no preemptive rights granted to stockholders.

ARTICLE IV.

EXISTENCE

The corporation is to have perpetual existence unless dissolved according to law.

ARTICLE V.

ADDRESS

The address, including the initial street address, of the principal office of the corporation is 915 N.W. First Avenue, Apartment 3009, Miami, Florida 33136.

ARTICLE VI.

DIRECTORS

The corporation shall have not less than one Director, as provided by the By-Laws. Directors shall hold office for one year, or until their successors have been duly elected and qualified.

BEACH BUM PRODUCTION, INC.

Diane A. Pariser, Esquire
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ARTICLE VII.

FIRST BOARD

The following shall constitute the first Board of Directors of the corporation:

<u>NAME:</u>	<u>ADDRESS:</u>	<u>TITLE:</u>
ROBERTO SOTO	915 N.W. First Avenue, Apt. 3009 Miami, Florida 33136	President/Director
ALBERTO ALMODOVAR	915 N.W. First Avenue, Apt 3009 Miami, Florida 33136	Secretary/Director

ARTICLE VIII.

INCORPORATORS

The name and address of the initial incorporator of the corporation is:

ROBERTO SOTO
915 N.W. First Avenue, Apt. 3009
Miami, Florida 33136

ARTICLE IX.

GENERAL PROVISIONS

A. The private property of the stockholders shall not be subject to the payment of any corporate debts to any extent whatsoever.

B. Subject to the provisions and conditions of this Article, the corporation shall have full power and lawful authority to accept property, labor and services in payment for shares of its capital

BEACH BUM PRODUCTION, INC.

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stock in lieu of cash, at a just valuation to be fixed by its Board of Directors.

C. A director of the corporation may transact business, borrow, lend, or otherwise deal or contract with the corporation to the full extent and subject only to the limitations and provisions of the laws of the State of Florida and the laws of the United States.

D. The corporation shall indemnify each director and officer of the corporation against all or any portion of any expenses reasonably incurred by him or her in connection with or arising out of any action, suit or proceedings in which he or she may be involved, by reason of their being or having been an officer or director of the corporation (whether or not he or she continues to be an officer or director at the time of incurring such expenses), to the full extent permitted by and subject only to the limitations and provisions of the laws of the State of Florida and laws of the United States.

ARTICLE X.

DESIGNATION OF REGISTERED OFFICE AND AGENT AND ACCEPTANCE OF APPOINTMENT

The proposed corporation hereby designates the following address within the State of Florida as the address of its registered office at which service of process upon it within the State of Florida may be made, and that which its Registered Agent of such services shall be kept:

Diane A. Pariser, Esq.
2410 Lincoln Avenue
Miami, Florida 33133

and the proposed corporation hereby designates the following person as its Registered Agent for service of process at the address aforesaid.

DIANE A. PARISER

BEACH BUM PRODUCTION, INC.

Diane A. Pariser, Esquire
Fla. Bar No. 559288

STATE OF FLORIDA)

COUNTY OF DADE)

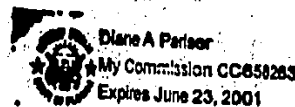
BEFORE ME, the undersigned authority, personally appeared the incorporator,

ROBERTO SOTO (who is personally known to me)/(who has produced FL DRIVERS LIC. #5300-720-65-340-1 as identification) who executed the foregoing Articles of Incorporation and he acknowledged before me that he executed said instrument for the purposes therein and did take an oath.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal in the County and State aforesaid, this 1st day of September, 1997.

Diane A. Pariser
Notary Public
Name: DIANE A. PARISER
State of Florida at Large

My Commission Expires:



BEACH BUM PRODUCTION, INC.

Diane A. Pariser, Esquire
Fla. Bar No. 559288

I hereby accept this appointment of, and designation as, Registered Agent for service of process within the State of Florida of the proposed corporation named in the Articles of Incorporation hereinabove set forth and do hereby further state that I may be found as Registered Agent for service of process upon said proposed corporation at the address aforesaid.

IN WITNESS WHEREOF, as said Registered Agent, I have caused this statement to be signed on this 1ST day of September, 1997.

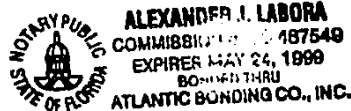
Diane A. Pariser
REGISTERED AGENT / DIANE A. PARISER

STATE OF FLORIDA)

COUNTY OF DADE)

The foregoing instrument was acknowledged before me this 1st day of September, 1997, by Diane A. Pariser. She (who is personally known to me)/(who has produced as identification) and did take an oath.

[Signature]
Notary Public
Name:
My Commission Expires:



FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 SEP -5 AM 11:08

IN WITNESS WHEREOF, I have made and subscribed these Articles of Incorporation on 1 day of September, 1997.

Roberto Soto
ROBERTO SOTO

BEACH BUM PRODUCTION, INC.

Diane A. Pariser, Esquire
Fla. Bar No. 559288