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September 17, 1997

ATTN: NEW FILINGS
SECRETARY OF STATE
DIVISION OF CORPORATIONS
P.O. BOX 6327
TALLAHASSEE, FL 32314

RE: HOUSE FAMILY PRODUCTIONS, INC.

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-09/22/97--01143--007
*****70.00 *****70.00

To Whom It May Concern:

Attached please find corporate articles to be filed for the above-referenced corporation,
along with a check in the sum of \$70.00.

Please be so kind as to return a copy of the articles to me at the following address:

GARY A. BODZIN, ESQ.
3050 Aventura Blvd. #300
Aventura, FL 33180

As always, we appreciate your cooperation.

Sincerely yours,



GARY A. BODZIN
GAB:br

FILED
97 SEP 22 AM 10:33
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED
97 SEP 22 AM 10:34
SECRET
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF**

HOUSE FAMILY PRODUCTIONS, INC.

THIS IS TO CERTIFY that we, the undersigned, for the purpose of forming a corporation under the provisions of Florida Statutes 1995, Chapter 607, and statutes amendatory thereof and supplementary thereto, do hereby make, subscribe, acknowledge and file these Articles of Incorporation, and we do certify that:

1. The name of the corporation is:

HOUSE FAMILY PRODUCTIONS, INC.

2. The major purpose of the corporation will be to engage in the production and marketing of entertainment products, and to do all things necessary in furtherance of the foregoing. In addition, the general nature of the business transacted shall be:

To engage in any one or more of the businesses and to exercise any or all the powers authorized and permitted by the said Statutes to corporations formed thereunder.

Further, and not by way of limitation of the preceding paragraph, to enter into and perform contracts of every kind and nature; to act as agent and representative of other persons and corporations; to own, buy, sell, mortgage or lease real and personal property of every kind and nature and wheresoever situate.

3. The amount of capital stock authorized shall be ONE THOUSAND (1,000) shares of Common Stock at a par value of ONE (\$1.00) DOLLAR per share.

4. The corporation shall commence business with not less than FIVE HUNDRED (\$500.00) DOLLARS in cash.

5. The corporation shall have perpetual existence.

6. The post office address of the principal office of the corporation shall be:

701 Orchard
Middletown, Ohio 45044

7. There shall be two (2) directors initially. The number of directors may be changed by a unanimous vote of the directors then in power.

8. The name and post office address of the members of the first Board of Directors, and the Officers, who, subject to the By-Laws of this corporation, shall hold office for the first year of existence of this corporation or until their successors are elected or appointed and have qualified, are:

JOHN G. HOUSE
701 Orchard

President, Treasurer
and Director


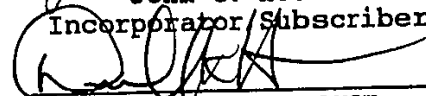
9. The name and post office address of the subscribers to these Articles of Incorporation, and a statement of the number of shares of stock which each agrees to take and the value of the consideration therefor, are as follows:

<u>NAME</u>	<u>ADDRESS</u>	<u>SHARES</u>	<u>AMOUNT</u>
JOHN G. HOUSE	Same as above	500	\$500.00
DARRELL K. HOUSE	Same as above	500	\$500.00

10. The corporation designates as its registered office the office of **DARRELL K. HOUSE**, 9709 North New River Canal Road, #209, Plantation, Florida 33324, and **DARRELL K. HOUSE** as its registered agent, and he does hereby accept to act in this capacity, and agrees to comply with the provisions of the Statute relative to keeping open said office at the above address.

11. The private property of the stockholders, officers and directors shall not be subject to the payment of the obligations of the corporation to any extent.

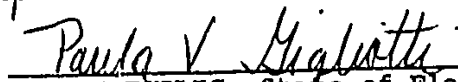
IN WITNESS WHEREOF, we have hereunto set our hands and seals at Miami, Florida, this 3rd day of September, 1997.

 [SEAL]
JOHN G. HOUSE
Incorporator/Subscriber
 [SEAL]
DARRELL K. HOUSE
Incorporator/Subscriber

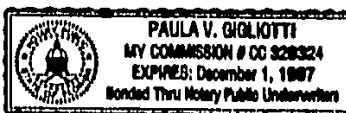
STATE OF FLORIDA]
 : ss.
COUNTY OF DADE]

ON THIS DAY, before me, an officer duly authorized to administer oaths and take acknowledgments, personally appeared **DARRELL K. HOUSE**, to me known to be the person described as subscriber in, and who executed the foregoing Articles of Incorporation, and, after taking an oath, acknowledged before me that he subscribed to said Articles of Incorporation.

SWORN TO AND SUBSCRIBED before me the 3rd day of September, 1997.


NOTARY PUBLIC, State of Florida
at Large

My Commission Expires:



I am familiar with and accept the duties and responsibilities as registered agent for **HOUSE FAMILY PRODUCTIONS, INC.**

NOTARY ACKNOWLEDGMENT
(for JOHN G. HOUSE)

STATE OF OHIO

ss.

COUNTY OF Butler

BEFORE ME, the undersigned authority, on this day personally appeared

JOHN G. HOUSE

who executed the foregoing instrument in his/her/their personal or authorized representative capacity(ies) indicated above, and

(☒) who is personally known to me, or

() who has produced _____,

AS IDENTIFICATION,

and who did not take an oath.

WITNESS my hand and official seal in the County and State last aforesaid, this

Ninth 9th day of September, 1997.

 Mary Whited
Notary Public, State of Ohio

Name of Notary Printed:

MARY Whited
(Notary Seal)

My Commission Expires:
My Commission Number:

MARY WHITED
Notary Public, State of Ohio
My Commission Expires June 10, 1998