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CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

- 1. (Corporation Name) (Document #)
- 2. (Corporation Name) (Document #)
- 3. (Corporation Name) (Document #)
- 4. (Corporation Name) (Document #)

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NEW FILINGS	
	Profit
	NonProfit
	Limited Liability
	Domestication
	Other

AMENDMENTS	
	Amendment
	Resignation of R.A., Officer/ Director
	Change of Registered Agent
	Dissolution/Withdrawal
	Merger

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OTHER FILINGS	
	Annual Report
	Fictitious Name
	Name Reservation

REGISTRATION/ QUALIFICATION	
	Foreign
	Limited Partnership
	Reinstatement
	Trademark
	Other

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Examiner's Initials

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ARTICLES OF INCORPORATION
OF
CENTAWORLD PRODUCTIONS, INC.

The undersigned subscriber to these Articles of Incorporation, a natural person, competent to contract, hereby executes these Articles of Incorporation for the purpose of forming a corporation under the laws of the State of Florida.

ARTICLE I. CORPORATE NAME.

The name of this corporation is **CENTAWORLD PRODUCTIONS, INC.**

ARTICLE II. PRINCIPAL OFFICE.

The principal place of business and mailing address of this corporation are 100 St. Charles Place, Destin, Florida 32541. That the street address and the mailing address are the same. That the Board of Directors may from time to time move the principal office of the Corporation to any other address in Florida.

ARTICLE III. CAPITAL STOCK.

The number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000.

ARTICLE IV. INITIAL REGISTERED AGENT AND OFFICE.

The name and address of the initial registered agent are Barbara J. Kelley, 100 St. Charles Place, Destin, Florida 32541.

ARTICLE V. INCORPORATORS.

The name and street address of the incorporator to these articles of incorporation is:

Barbara J. Kelley
100 St. Charles Place,
Destin, Florida 32541

ARTICLE VI. DIRECTOR.

The name and street address of the initial director is:

Barbara J. Kelley
100 St. Charles Place,
Destin, Florida 32541

ARTICLE VII. CORPORATE BUSINESS.

The general nature of the business and the objects and purposes proposed to be transacted and carried on are to do any and all of the things herein mentioned, as fully and to the same extent as natural persons might or could do, to wit: the recording and distribution of tapes, CD's, and/or videos utilizing the musical and vocal talents of various artists together with any other lawful purpose which is not otherwise prohibited by law.

To take, acquire, buy, hold, own, maintain, work, sell, convey, lease, mortgage, exchange real or person property or mixed; to buy and sell, convey, assign and cancel liens of every kind upon personal property or real property of every class, kind, or nature; to draw acquire, endorse, discount, and deliver bills of exchange, promissory notes,

bonds, debentures and other negotiable instruments of any kind, class or nature and secure the same by mortgage on its property or otherwise; to issue on commission, subscribe for, take acquire, hold, exchange and deal in shares, stocks, bonds, obligations, or securities of any government or authority, individual or corporation.

Generally, to make and perform contracts of any kind and description and for the purpose of attaining any of the objects of the corporation, to do and to perform any other act or thing, to exercise any and all powers which a co-partnership or natural person could do and/or exercise, and which now or may hereafter may be authorized by law, and generally to do and perform all things necessary or incident to the performing and carrying out of the powers hereinabove specifically delegated or implied, provided, however, that no provision hereof shall be construed to authorize this corporation to conduct a banking, safety deposit, trust, insurance, surety, express, railroad, canal, telegraph, telephone or cemetery company, a building and loan association, or a mutual fire insurance association business or cooperative association, or fraternal benefit society, or state fair or exposition.

ARTICLE VIII. BY-LAWS.

The power to adopt, alter, amend and/or repeal any and all by-laws shall be vested in the Board of Directors.

ARTICLE IX. PAR VALUE.

The par value of shares issued by the corporation shall be one dollar.

ARTICLE X. LIABILITY.

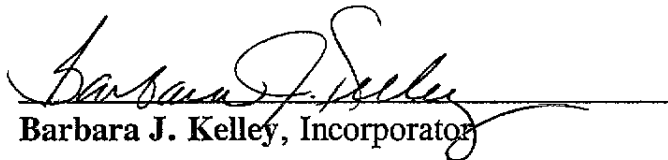
There shall be no personal liability on shareholders for the debts of the corporation.

ARTICLE XI. TRANSACTIONS WITH INTERESTED PERSONS.

No contract or other transaction of the Corporation with any other person, firm or corporation, or in which this Corporation is interested shall be affected or invalidated by:

(A) The fact that any one or more of the shareholders of this corporation is interested in or is a director, officer or shareholder of another corporation; (B) The fact that any shareholder, individually or jointly with others, may be a party to or may be interested in any such contract or transaction, and each and every person who may become a shareholder of the corporation is hereby relieved from any liability that may otherwise arise by reason of this contract with the Corporation for the benefit of himself or any firm or corporation in which he/she may in anywise be interested.

The undersigned executed these articles of incorporation on September 12, 1997.


Barbara J. Kelley, Incorporator

STATE OF FLORIDA

COUNTY OF WALTON

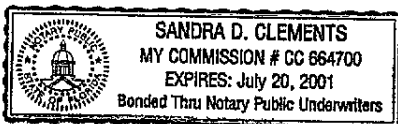
PERSONALLY APPEARED BEFORE ME, the undersigned authority one

BARBARA J. KELLEY, who, after being first duly sworn by me, states on oath that she is the subscriber to these Articles of Incorporation, that she executed the same, and acknowledged before me that she subscribed to these Articles of Incorporation.

SWORN TO AND SUBSCRIBED before me on this 12th day of September, 1997.

Sandra D. Clements
Signature of Notary Public.
SANDRA D. CLEMENTS
Printed Name of Notary Public.

My Commission Expires:



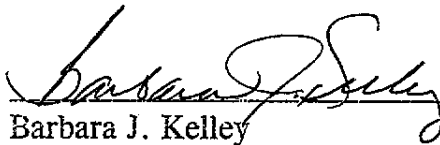
**Designation and Acceptance of Registered Agent
for a Florida Corporation**

Pursuant to the provisions of F.S. 607.0501, 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 **CENTAWORLD PRODUCTIONS, INC.**
2. The name of the registered agent is Barbara J. Kelley.
3. The address of the registered agent/registered office is 100 St. Charles Place, Destin, Florida 32541.

Acceptance

Having been named as registered agent and designated to accept service of process for the above corporation, 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.


Barbara J. Kelley

Date: September 12, 1997.

State of **FLORIDA**

County of WALTON

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TALLAHASSEE, FLORIDA

PERSONALLY APPEARED BEFORE ME, the undersigned authority, one BARBARA J. KELLEY, who, after being first duly sworn by me, states on oath that she has read the above and foregoing designation and acceptance of resident agent (the designation also being contained in the Articles of Incorporation), the matters contained therein are true, and the said BARBARA J.

CARY A. HARDEE, II
Attorney at Law
P. O. Box 450
Madison, Florida 32341

Office
(904) 973-4007
Fax
(904) 973-8495

KELLEY accepts the position of resident agent of Centaworld Productions, Inc.
That BARBARA J. KELLEY produced a drivers license for identification.

SWORN TO AND SUBSCRIBED before me on this 12th day of
September, 1997.

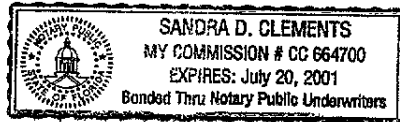
Sandra D. Clements

Signature of Notary Public.

SANDRA D. CLEMENTS

Printed Name of Notary Public.

My Commission Expires:



CARY A. HARDEE, II
Attorney at Law
P. O. Box 450
Madison, Florida 32341

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