900 988 99 CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302 (904) 224-8870 • 1-800-342-8062 • Fax (904) 222-1222

Real Entertainment, Inc.

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Art of Inc. File_

	LTD Partnership File
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RECEIVED OIVISION OF CORPORATION	Art. of Amend. File
	RA Resignation PO
	Dissolution / Withdrawal
	Annual Report / Reinstatement
	Cert. Copy
	Photo Copy
	Certificate of Good Standing
	Certificate of Status
	Certificate of Fictitious Name
	Corp Record Search
	Officer Search
	Fictitious Search
Signature Requested by: (1) 10 2/	Fictitious Owner Search
	Vehicle Search
	UCC 1 or 3 File
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Articles of Incorporation of

Real Entertainment, Inc.

I, the undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

ARTICLE 1 NAME

The name of the corporation shall be Real Entertainment, Inc.

97 NOV 20 PH 12: 2) SECRETARY OF STATE TALLAMASSEE, FLORIDA

ARTICLE II NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or businesses permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III CAPITAL STOCK

The maximum number of shares that this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock having a \$1.00 par value per share.

ARTICLE IV PRINCIPAL ADDRESS AND REGISTERED OFFICE AND ADDRESS

The principal address and the initial registered office of the corporation is 3200 N. Military Trail, Suite 200, Florida 33431 and the name of the initial registered agent of the corporation at that office is Stephen W. Screnci.

Barbieri & Screnci, P.A. Attorneys at Law 3200 N. Military Trail Suite 200 Boca Raton, FL 33431 (561) 997-5700 Articles of Incorporation Real Entertainment, Inc. Page 2

ARTICLE V TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI CUMULATIVE VOTING

All shareholders are entitled to cumulate their votes for directors.

ARTICLE VII 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 holds, shall have the right to purchase his pro-rata share thereof at the price at which it is offered to others.

ARTICLE VIII

BOARD OF DIRECTORS & DESIGNATION OF INITIAL DIRECTOR

The name and address of the initial director of the corporation is **Donald W. Holland** of 21 Brookline Street, Cambridge, Massachusetts 02139

ARTICLE IX BY-LAWS

The initial By-Laws of the corporation shall be adopted by vote of the directors of the corporation. Thereafter, the By-Laws of the corporation may be amended, modified or repealed as provided by the By-Laws.

Barbieri & Screnci, P.A Attorneys at Law 3200 N. Military Trail Suite 200 Boca Raton, FL 33431 (551) 997-5700

F:IDATAICLIENTS\CORPREALART

ARTICLE X SUBSCRIBER

The name and street address of the subscribers to these Articles of Incorporation is **Stephen W.** Screnci of 3200 N. Military Trail, Suite 200, Florida 33431.

IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal on this 19th day of November, 1997.

Stephen W. Screnci

ACCEPTANCE OF REGISTERED AGENT

I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation.

Stephen W. Screnci, Registered Agent

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SECRETARY OF STA
ALLAMASSEE FLOOR

Barbieri & Screnci, P.A Attorneys at Law 3200 N. Military Trail Suite 200 Boca Raton, FL 33431 (561) 997-5700

Articles of Incorporation
Real Entertainment, Inc.
Page 4

FINDATAICLIENTS\CORP\REAL,ART

STATE OF FLORIDA

) ss:

COUNTY OF PALM BEACH

I HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized in the State and County aforesaid, to take acknowledgments, personally appeared **Stephen W. Screnci** to me known to be the person described as the Subscriber in and who executed the foregoing Articles of Incorporation and acknowledged before me that they subscribed to those Articles of Incorporation.

WITNESS MY HAND AND OFFICIAL SEAL in the County and State named above on this 19th day of November, 1997.

Notary Public

STEVEN C. MOBING
My Comm Exp. 5/26/2001
Bonded By Service Ins
No. CC6/50461
Li Personally Known [] Other I.D.

97 MOV 20 PH 12: 24
SECKETARY OF STATE

Barbieri & Screnci, P.A. Attorneys at Law 3200 N. Military Trail Suite 200 Boca Raton, FL 33431 (561) 997-5700