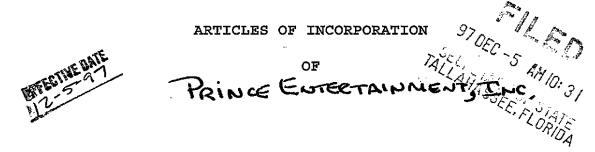
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The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I

NAME

The name of the Corporation shall be: PRINCE ENTERTAINMENT, INC.

ARTICLE II

NATURE OF THE BUSINESS

The character or nature of the business to be transacted by the Corporation shall be to engage in any and all business legally permitted under the Laws of the State of Florida.

ARTICLE III

CAPITAL STOCK

The maximum number of shares of stock that this Corporation is authorized to have outstanding at any time is 100 shares of common stock, each share having a par value of \$1.00. Authorized capital stock may be paid for by in-kind services, contribution of assets or by cash, at a just value to be fixed by the Board of Directors of this Corporation, at any regular or Special meeting of the Board of Directors.

ARTICLE IV

INITIAL CAPITAL

The amount of capital with which this Corporation shall begin business shall be \$100.00

ARTICLE V

TERM OF EXISTENCE

This Corporation shall have perpetual existence.

ARTICLE VI

ADDRESS

The principal and registered address of the Corporation shall be: 6433 N.W.532057

LAUGERWIJ FL 33319

The Board of Directors may from time to time, designate such other address and place for the principal office of this Corporation as it may see fit.

ARTICLE VII

INITIAL DIRECTOR

The Corporation shall have a sole Director initially. The number of Directors may be increased or diminished from time to time by the By-Laws, but shall never be less than one (1). The name, street address, city, State and zip code of the initial sole Director who shall hold office until his successors are elected and have qualified, is:

KENNETH PRINCE 6433 N.W. 53 ST. LAUDERHIL, FL. 33319

ARTICLE VIII

SUBSCRIBER

The name, street address, city, State and zip codes of the sole subscriber to these articles of Incorporation, the number of shares agreed to take, and the value of the consideration therefore is as follows:

NAME
ADDRESS
SHARES CONSIDERATION

KENNETH PRINCE 6433 N.W. 5324 ST 100 IN-KIND

LAUGERMI, FL.33319

ARTICLE IX

INCORPORATOR

The name, street address, city, State and zip codes of the sole Incorporator is as follows:

KENNETH PRINCE 6433 N.W. 53 FDST LAUDERHILLFL 33319

ARTICLE X

EFFECTIVE DATE

The Articles of Incorporation shall be effective on <u>Dec. 5</u>, 1997.

ARTICLE XI

AMENDMENT

These Articles of Incorporation may be amended in the manner provided by the Board of Directors. Every amendment shall be approved by the Board of Directors, proposed by them to the Shareholders, and approved at a Shareholders meeting by a majority of the Shareholders entitled to vote thereon,

manifesting their intention that a certain amendment to these . Articles of Incorporation be made.

ARTICLE VII

RESIDENT AGENT

The Resident Agent of the Corporation shall be:

KENNETH DRINGE 6433 N.W. 53805T

IN WITNESS WHEREOF, I have hereunto set my hand and seal, acknowledged and filed the foregoing Articles of Incorporation under the laws of the State of Florida, this 2 day of December 1997.

Kerent Trine

SEAL

STATE OF FLORIDA

COUNTY OF BROWARD

Before me personally appeared Kennery Williams to me well known to be the individual described in and who executed the foregoing Articles of Incorporation and acknowledged before me that the same were executed for the purposes therein expressed.

WITNESS my hand and official seal in the County and State named above this 2 day of December 1997.

Henry W. Mack Notary Public



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

Pursuant to Chapter 48.091, Florida Statutes the following is submitted, in compliance with said Act:

First, that Rune Cotextainment, Inc. desiring to organize under the laws of the State of Florida with its principle office, as indicated in the Articles of Incorporation at Lauderkil County of Broward, State of Florida, appoints Kennstn Prince as its agent to accept service of process within this State.

ACKNOWLEDGEMENT:

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.

Vennetto himo