

CAPITAL CONNECTION, INC.

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

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DIVISION OF CORPORATIONS

97 DEC 23 PM 1:55

P97000107548

Splorch, Inc.

Please file stamp
extra copy

Signature _____

Requested by: Cher

Name _____

Date 12-23

Time 1129

Walk-In _____

Will Pick Up _____

✓ Art of Inc. File

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LTD Partnership File _____

Foreign Corp. File _____

L.C. File _____

Fictitious Name File _____

Name Reservation _____

Merger File _____

Art. of Amend. File _____

RA Resignation _____

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 _____

Fictitious Owner Search _____

Vehicle Search _____

Driving Record _____

UCC 1 or 3 File _____

UCC 11 Search _____

UCC 11 Retrieval _____

Courier _____

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97 DEC 23 PM 12:30
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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

RP
12-23-97

**ARTICLES
OF
INCORPORATION**

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 DEC 23 PM 1:55

We, the undersigned, hereby make, subscribe, acknowledge and file these Articles of Incorporation for the purpose of creating a corporation under the laws of the State of Florida.

ARTICLE I

The name of the corporation shall be:

SPLORCH, INC.

ARTICLE II

This corporation may engage in any activity or business permitted under the laws of the United States and permitted under the laws of the State of Florida, including but not limited to:

To employ and promote entertainers. Any type of construction, development or sale of real or personal property herein the State of Florida; as well as all business activities related thereto, or which may be necessary, advantageous or proper in the conduct of the business; to exercise generally such powers as may be incidental to or convenient for the purposes and business of the corporation; and to have, exercise and enjoy all the rights and privileges of a corporation for profit under the laws of the State of Florida; it being expressly provided that the foregoing enumerated powers shall not be held to limit or restrict the general powers of the corporation.

ARTICLE III

The maximum number of shares of stock this corporation may issue is one thousand shares of common stock, which shall be the common stock of \$1.00 par value. All said common stock shall be payable in cash, or payable by property, labor or services at a just valuation by the stockholders. Property, labor or services may be purchased or paid for with capital stock at a just valuation fixed by the stockholders.

ARTICLE IV

The corporation shall have perpetual existence.

ARTICLE V

The initial principal office of the corporation shall be:

152 West Granada Blvd., Ormond Beach, Florida 32174

The registered agent is:

Robert H. Scott, Jr.

whose address is:

152 West Granada Blvd., Ormond Beach, Florida 32174

ARTICLE V

That the business of the corporation shall be managed by the stockholders of the corporation. The board of directors shall initially consist of one member, who is:

Robert H. Scott, Jr.

The said corporation may have additional members on the board of directors, as may be authorized in the bylaws of the corporation. The address for the above is:

152 West Granada Blvd., Ormond Beach, Florida 32174

ARTICLE VIII

The name and business address of the person signing these Articles of Incorporation as subscriber is as follows:

Robert H. Scott, Jr.

152 West Granada Blvd., Ormond Beach, Florida 32174

ARTICLE IX

No holder of common stock of the corporation shall have any preferential, preemptive or other right to the detriment of any other stockholder of the corporation.

ARTICLE X

The said corporation reserves the right to amend, alter, change, or repeal any provision contained in these Articles of Incorporation in the manner now or hereafter permitted by law or prescribed by statute, and all rights conferred upon the stockholders herein are granted subject to this reservation.

IN WITNESS WHEREOF, the undersigned have made and subscribed these Articles of Incorporation for the uses and purposes aforesaid.



Robert H. Scott, Jr.

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SECRETARY OF STATE
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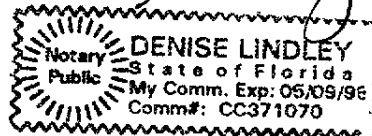
STATE OF FLORIDA

COUNTY OF VOLUSIA

The foregoing instrument was acknowledged before me this 9th day of December, 1997,
by Robert H. Scott, Jr. who is personally known to me and who did not take an oath.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal at
in said County and State this 9th day of December 19 97.

Denise Lindley



The undersigned accepts designation as
Registered Agent of the Corporation.

Robert H. Scott, Jr.

Robert H. Scott, Jr.