

1:35 PM  
S  
P98000006925  
PUBLIC ACCESS SYSTEM  
ELECTRONIC FILING COVER SHEET

((H98000001442 6))

TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4001

FROM: EMPIRE CORPORATE KIT COMPANY  
CONTACT: RAY STORMONT  
PHONE: (305)541-3694

ACCT#: 072450003255

FAX #: (305)541-3770

NAME: NURAY ENTERTAINMENT, INC,  
AUDIT NUMBER.....H98000001442  
DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.  
CERT. OF STATUS..0  
CERT. COPIES.....1  
PAGES..... 6  
DEL.METHOD.. FAX  
EST.CHARGE.. \$122.50

NOTE: PLEASE PRINT THIS PAGE AND USE IT AS A COVER SHEET. TYPE THE FAX  
AUDIT NUMBER ON THE TOP AND BOTTOM OF ALL PAGES OF THE DOCUMENT

\*\* ENTER 'M' FOR MENU. \*\*

ENTER SELECTION AND <CR>:  
Help F1 Option Menu F2

NUM

Connect: 00:09:26

FILED  
98 JAN 22 PM 2:34  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

m 1/22/98

H98000001442

STATE OF FLORIDA  
ARTICLES OF INCORPORATION  
of

FILED

98 JAN 22 PM 2:34

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

***NuRay Entertainment, Inc.***

The undersigned subscriber to these Articles of Incorporation, being a natural person competent to contract, and being Legal Counsel and authorized agent for the principals designated herein, files these ARTICLES OF INCORPORATION to form a CORPORATION FOR PROFIT under the laws of the State of Florida.

ARTICLE I  
NAME

The name of the corporation shall be *NuRay Entertainment, Inc.*

The company shall be free, in accordance with its business purposes, to enter into contracts in, and to seek trademarks, copyrights, or other proprietary registrations under the laws of the United States and of the State of Florida utilizing this name.

ARTICLE II  
PRINCIPAL OFFICE

The principal place of business and the mailing address of the corporation shall be:

1727 Down Lake Drive  
Windermere, Florida 34786

In accordance with its business purposes, the company shall conduct business activity at its principal place of business.

THESE ARTICLES PREPARED BY:  
William L. Whitacre, Esquire  
Florida Bar No. 170693  
1000 Universal Studios Plaza  
Bldg 22, Suite 212  
Orlando, FL 32819  
(407) 224-7533

H98000001442

**H98000001442**

**ARTICLE III**  
**CAPITAL STOCK**

The number of shares of stock that the corporation is authorized to have outstanding at any one time is one class of 100,000 shares of common stock at a par value of \$0.001 per share.

**ARTICLE IV**  
**INITIAL REGISTERED AGENT AND ADDRESS**

The name and address of the initial registered agent is:

Joseph C. Bernat  
1727 Down Lake Drive  
Windermere, Florida 34786

**ARTICLE V**  
**TERM OF EXISTENCE**

This corporation shall have perpetual existence unless voluntarily dissolved according to law.

**ARTICLE VI**  
**INCORPORATOR**

The name and street address of the incorporator to these Articles of Incorporation is:

William L. Whitacre, Esquire  
Universal Studios Florida  
1000 Universal Studios Plaza  
Building 22, Suite 211  
Orlando, Florida 32819-7610

**H98000001442**

H98000001442

**ARTICLE VII**  
**OFFICERS**

The initial officers of the corporation who shall be appointed at the initial meeting of the Corporation shall be:

President	Joseph C. Bernat
Secretary	William L. Whitacre
Treasurer	Joseph C. Bernat

The address of the above officers is c/o:

1727 Down Lake Drive  
Windermere, Florida 34786

**ARTICLE VIII**  
**DIRECTORS**

Consistent with ARTICLE X herein, there shall be two directors initially. The number of directors may be changed from time to time in accordance with the By Laws, but shall never be less than one.

The names and addresses of the initial directors are:

Joseph C. Bernat  
1727 Down Lake Drive  
Windermere, Florida 34786

William L. Whitacre  
1000 Universal Studios Plaza  
Bldg 22, Suite 212  
Orlando, FL 32819

**ARTICLE IX**  
**PURPOSE**

The purpose for which this corporation is formed is to conduct all lawful business authorized under the laws of the State of Florida, and of the United States, as well as of the States therein, and the respective laws of other countries and territories throughout the world.

H98000001442

H98000001442

ARTICLE X  
MANAGEMENT

The affairs of the corporation shall be managed by the Board of Directors in accordance with the By-Laws and any other rules of procedure adopted at the initial meeting.

EXECUTION OF ARTICLES OF INCORPORATION BY INCORPORATOR

The undersigned, as Legal Counsel and authorized agent, has executed these Articles of Incorporation this 22th day of January, 1998.

  
\_\_\_\_\_  
William L. Whitacre  
INCORPORATOR

H98000001442

H98000001442

**DESIGNATION AND ACCEPTANCE OF REGISTERED AGENT**

Pursuant to the provisions of section 607.0501 Florida Statutes, the undersigned Corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered agent in the State of Florida.

1. The name of the Corporation is:

*NuRay Entertainment, Inc.*

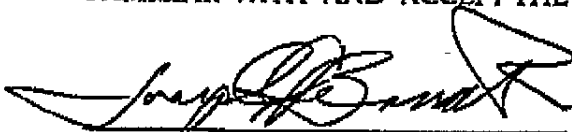
2. The name and address of the registered agent and office is:

Joseph C. Bernat  
1727 Down Lake Drive  
Windermere, Florida 34786



William L. Whitacre  
INCORPORATOR

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE 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.



JOSEPH C. BERNAT  
REGISTERED AGENT

FILED

98 JAN 22 PM 2:34

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

H98000001442