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98 JAN 22 PM 4:36

January 16, 1998

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

100002409231--3
-01/22/98--01101--008
*****70.00 *****70.00

Dear Sirs:

Please record the Articles of Incorporation of
JESTER PRODUCTIONS, INC. as attached and return the
verification of the recorded articles to :

GLENN R. LUISI ACCOUNTANT, P.A.
104 PRESTWOOD LANE
MOORESVILLE, NC 28115

Attached is my check # 2728 for \$70.00 for the recording
fee.

Very Truly Yours,

Glenn R. Luisi
GLENN R. LUISI

P. Hall

JAN 22 1998

GLENN R. LUISI ACCOUNTANT P.A.

104 PRESTWOOD LANE, MOORESVILLE, NC 28115, PHONE/FAX (800) 854-1099, So. FL PAGER 619-8300

ARTICLES OF INCORPORATION
OF
JESTER PRODUCTIONS, INC.

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The undersigned; for the purpose of forming a corporation under the FLORIDA GENERAL CORPORATION ACT hereby adopts the following Articles of Incorporation:

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE ONE
NAME & PRINCIPAL ADDRESS

The name of the corporation is
JESTER PRODUCTIONS, INC.
The initial address is 926 NE 109th STREET
BISCAYNE PARK, FL 33161

ARTICLE TWO
DURATION

The term of existence of the corporation is perpetual.

ARTICLE THREE
NATURE & PURPOSE

The corporation may transact any and all lawful business for which corporations may be incorporated under the Laws of the STATE OF FLORIDA.

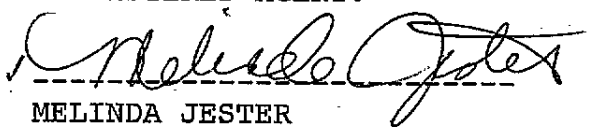
ARTICLE FOUR
CAPITAL STOCK

The maximum number of shares which the corporation has authority to issue is 1000, all which shall be common shares with 1.00 par value.

ARTICLE FIVE
REGISTERED OFFICE

The street address of the initial registered office of the corporation shall be 926 NE 109th STREET BISCAYNE PARK, FL 33161 and the name of the initial registered agent at such address is MELINDA JESTER.

I do hereby accept the position of REGISTERED AGENT.



MELINDA JESTER
Registered Agent

ARTICLE SIX
PRE-EMPTIVE RIGHTS

The shareholders shall have Pre-emptive Rights.

ARTICLE SEVEN
DIRECTORS

7.01 The Board of Directors of the corporation shall consist of at least one member.

7.02 The name and address of the initial Directors of the Board:

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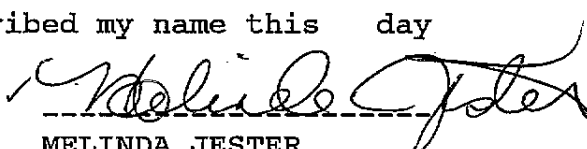
<u>NAME</u>	<u>ADDRESS</u>	<u>TITLE</u>
MELINDA JESTER	926 NE 109th STREET BISCAYNE PARK, FL 33161	PRESIDENT

ARTICLE EIGHT
INCORPORATOR

The name and address of the incorporator is:

<u>NAME</u>	<u>ADDRESS</u>
MELINDA JESTER	926 NE 109th STREET BISCAYNE PARK, FL 33161

IN WITNESS WHEREOF, I have subscribed my name this day
of , 1998



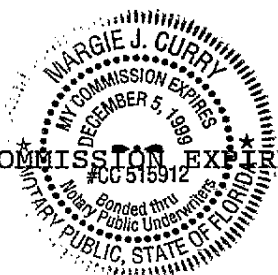
MELINDA JESTER
Incorporator

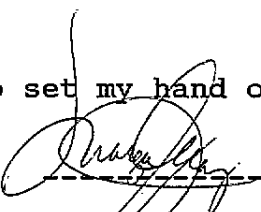
STATE OF FLORIDA :
COUNTY OF Miami-Dade : SS

On this 12th day of January, 1998, before me, an officer duly authorized in the State and County aforesaid to take acknowledgments, personally appeared MELINDA JESTER known to me to be the person whose name is subscribed to the within instrument, and acknowledged that he executed the same for purposes therein contained.

IN WITNESS WHEREOF, I hereunto set my hand official seal.

MY COMMISSION EXPIRES:





NOTARY PUBLIC
STATE OF FLORIDA AT LARGE