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TRANSMITTAL LETTER

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Fl. 32314

SUBJECT: NEPTUNE ENTERPRISES, INC.

Enclosed is an original and one (1) copy of the Article of
Incorporation and our check for \$122.50.

FROM: SYLVESTER B. MILLS
2050 BROADWAY AVENUE
JACKSONVILLE FL. 32209
(904) 981-0002

FILED
98 JAN 30 AM 10:53
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

L 35315
Key West
12/6/89



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

November 20, 1997

SYLVESTER B. MILLS
2050 BROADWAY AVENUE
JACKSONVILLE, FL 32209

SUBJECT: NEPTUNE ENTERPRISES, INC.
Ref. Number: W97000026273

We have received your document for NEPTUNE ENTERPRISES, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of a name is not acceptable. Please select a new name and make the correction in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

CONFLICTS WITH NEPTUNE ENTERPRISES, INC., DOCUMENT # L35315, FILED 12/06/89, KEY WEST, FL.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6933.

Dana Calloway
Document Specialist

Letter Number: 797A00055757

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

Attn: Donna Calloway

Ms. Calloway here are the new articles for Neptune Enterprises. On December the 10th we submitted these articles but we never heard anything else. So I called on January 5th 1998 and I spoke to one of your colleagues. They told me to re-submit the articles because the money was still there.

So here are the new articles.

Thank you. Sylvester

TRANSMITTAL LETTER

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Fl. 32314

SUBJECT: NEPTUNE ENTERPRISES & PRODUCTION, INC.

Enclosed is an original and one (1) copy of the Article of
Incorporation and our check for \$122.50.

FROM: SYLVESTER B. MILLS
2050 BROADWAY AVENUE
JACKSONVILLE, Fl. 32209
(904) 981-0002

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE OF INCORPORATION

FOR

NEPTUNE ENTERPRISES & PRODUCTIONS, INC.

The undersigned Incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I

The name of the Corporation is: NEPTUNE ENTERPRISES & PRODUCTION, INC.

ARTICLE II

The corporation is organized pursuant to the provisions of Florida Business Corporation Code, and the duration of the corporation shall be perpetual

ARTICLE III

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

NEPTUNE ENTERPRISES & PRODUCTION, INC.
2050 BROADWAY AVENUE
JACKSONVILLE, FL. 32209

ARTICLE IV

The original number of shares are 100. None will be issued at this time. However, the order of issuance will be stated in the by-laws

ARTICLE V

There will be no stock issued at this time

ARTICLE VI

The principal address and the registered office are the same.
The name and address of the initial registered agent is:

Sylvester B. Mills
2050 Broadway Avenue
Jacksonville, Fl. 32209

ARTICLE VII

The name (s) and address(es) of the incorporator(s) to these
Articles of Incorporation is(are):

Sylvester B. Mills, President
2050 Broadway Avenue
Jacksonville, Fl. 32209

Gladys Mills, Vice President
2050 Broadway Avenue
Jacksonville, Fl. 32209

Alphonzo Mills, Sec./Treas.
2050 Broadway Avenue
Jacksonville, Fl. 32209

ARTICLE VIII

The initial Board of Directors shall consist of no members at
this time. However, the manner of election will be stated in
the By-Laws

ARTICLE IX

This corporation is organized for the purpose of providing
(a) concert promotion, sound recording, general marketing

IN WITNESS WHEREOF, The undersigned has executed these ARTICLES
OF INCORPORATION on this 17th day of November, 1997


Incorporator

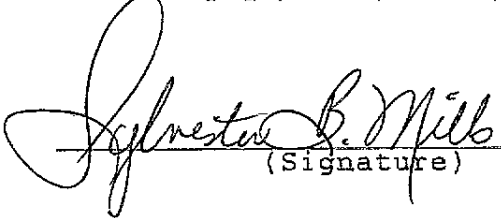
CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE

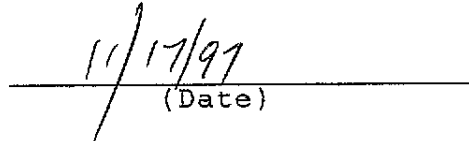
Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the state of Florida, submits the following statement in designating the registered office/registered agent, in the state of Florida.

1. The name of the corporation is: NEPTUNE ENTERPRISES & PRODUCTION, INC.
2. The name and address of the registered agent and office is:

SYLVESTER B. MILLS
2050 BROADWAY AVENUE
JACKSONVILLE, FL. 32209

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 obligations of my position as registered agent.


(Signature)


(Date)

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TALLAHASSEE, FLORIDA