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Law Office of
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March 9, 1998

VIA FEDERAL EXPRESS

Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399
(904) 487-6052

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ATTENTION: TRACY AUGSBURGER, Document Specialist
RE: LETTER NUMBER 498A00011860

SUBJECT: **APPLAUSE ENTERTAINMENT, INC. (New filing)**
Certificate of Designation of Registered Agent/Registered Office

Dear Ms. Augsburger:

Pursuant to your above-referenced Letter, enclosed are the original and two (2) copies of the Certificate of Designation of Registered Agent/Registered Address for the above-stated corporation. I understand that you are holding the previously submitted Articles of Incorporation and our check for \$131.25. I trust that all will now be in order for completion of this filing. Please contact the undersigned of anything further is needed.

Please return the certified copy of the Articles to the undersigned.

Very truly yours,


CYNTHIA A. REED, ESQ.

CAR:ijm

encl.: Certificate of Designation of Registered Agent/Registered Office

FILED
98 MAR 13 AM 8:24
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

W98-4759

4em-3/16/98



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

March 4, 1998

CYNTHIA A. REED, ESQ.
2000 GLADES RD, STE 306
BOCA RATON, FL 33431

We have received your document for APPLAUSE ENTERTAINMENT, INC. and your check(s) totaling \$131.25. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name of the entity must be identical throughout the document.

PLEASE COMPARE YOUR ARTICLE I WITH THE CERTIFICATE OF DESIGNATION FOR THE REGISTERED AGENT.

We regret that we were unable to contact you by phone. Please return the corrected document with a letter providing us with an address and telephone number where you can be reached during working hours.

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) 487-6926.

Tracy Augsburger
Document Specialist

Letter Number: 498A00011860

APPLAUSE ENTERTAINMENT, INC.

ARTICLES OF INCORPORATION

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act., hereby adopts the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be: APPLAUSE ENTERTAINMENT, INC.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:
11300 Sundance Lane, Boca Raton, Florida 33428.

ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is: One thousand (1,000) shares.

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

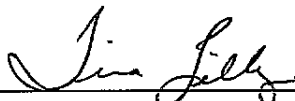
The name and address of the initial registered agent is: TINA LILLY, 11300 Sundance Lane, Boca Raton, Florida 33428.

ARTICLE V INCORPORATOR

The name and address of the incorporator to these Articles of Incorporation is:
TINA LILLY, 11300 Sundance Lane, Boca Raton, Florida 33428.

The undersigned incorporator has executed these Articles of Incorporation this 26th day of

February, 1998.



Tina Lilly, Incorporator

FILED
98 MAR 13 AM 8:24
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**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 APPLAUSE ENTERTAINMENT, INC.
2. The name and address of the registered agent and office is:

TINA LILLY
11300 Sundance Lane
Boca Raton, Florida 33428

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.


Tina Lilly

3/9/98
Date

FILED
98 MAR 13 AM 8:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA