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3/26/98

FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4001

FROM: ACE INDUSTRIES, INC.
CONTACT: PAM FRIEDMAN
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NAME: RANDALL INTERACTIVE PRODUCTIONS, INC.

AUDIT NUMBER.....H98000005891

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..0

PAGES..... 1

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TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION

Article 1: Name of Corporation RANDALL INTERACTIVE PRODUCTIONS, INC.
Address of Corporation 1305 MANGO ISLE
FT. LAUDERDALE, FLORIDA 33315

Article 2: CAPITAL STOCK: The number of shares which the corporation has authorized to be outstanding at any one time is 1,000, with a par value of \$1.00. (PAR VALUE IS NOT REQUIRED).

Article 3: REGISTERED AGENT: IRENE RANDALL
and
REGISTERED OFFICE: 1305 MANGO ISLE
FT. LAUDERDALE, FLORIDA 33315
I am familiar with and hereby accept the duties and responsibilities as Registered Agent for said corporation.



Signature of Registered Agent

3/25/98

Date

Article 4: The BOARD of DIRECTORS are: (Board of Directors is NOT REQUIRED)
First listed is President. Second is Vice-President. Then, Sec/Treasurer.
1. IRENE RANDALL 2. CHARLES FREIDMAN
1305 MANGO ISLE 8295 NORTH MILITARY TRAIL St.J
FT. LAUDERDALE, FL 33315 PALM BEACH GARDENS, FL 33410

Article 5: The Name and Address of the INCORPORATOR is:

IRENE RANDALL
1305 MANGO ISLE
FT. LAUDERDALE, FL 33315

In witness whereof, I have subscribed my name


Signature of Incorporator

IRENE RANDALL

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TALLAHASSEE

Prepared by:
Ace Industries, Inc.
54 NW 11th Street
Miami, FL 33136
(305) 358-2571

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