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Charter Number Only

4/27/98 Susan

Jennette E. Smith

Requestor's Name

9090 SW 84 St.

Address

Miami, FL 33156

City

State

ZIP

Phone

#595-3131

VALIDATION ONLY

FILED
98 APR 29 AM 11:06
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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CORPORATION(S) NAME

High Tide Productions, Inc

RECEIVED
APR 29 AM 10:05
DIVISION OF CORPORATION



Empire Toll Free: 1-800-432-3028

<input checked="" type="checkbox"/> Profit	<input type="checkbox"/> Amendment	<input type="checkbox"/> Merger
<input type="checkbox"/> NonProfit		
<input type="checkbox"/> Foreign	<input type="checkbox"/> Dissolution	<input type="checkbox"/> Mark
<input type="checkbox"/> Limited Partnership	<input type="checkbox"/> Annual Report	<input type="checkbox"/> Other
<input type="checkbox"/> Reinstatement	<input type="checkbox"/> Reservation	<input type="checkbox"/> Change of Registered Agent
<input type="checkbox"/> Certified Copy	<input type="checkbox"/> Photo Copies	<input type="checkbox"/> Certificate Under Seal
<input type="checkbox"/> Call When Ready	<input type="checkbox"/> Call If Problem	<input type="checkbox"/> After 4:30
<input type="checkbox"/> Walk In	<input type="checkbox"/> Will Wait	<input type="checkbox"/> Pick Up
		<input type="checkbox"/> Mail Out

Name
Availability
Document Examiner
K. Rolfe APR 29 1998
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W.P. Verifier

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**ARTICLES OF INCORPORATION
OF
HIGH TIDE PRODUCTIONS, INC.**

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TALLAHASSEE, FLORIDA

ARTICLE I. CORPORATE NAME

The name of this corporation is: High Tide Productions, Inc.

ARTICLE II. NATURE OF BUSINESS AND POWERS

The general nature of the business to be transacted by this Corporation is to engage in any and all business permitted under the laws of the State of Florida.

ARTICLE III. CAPITAL STRUCTURE

A. The Board of Directors can create any type of Capital Structure necessary for the operation of the Corporation. There can be different stocks of Par Value and Non-Par Value.

B. The maximum number of shares of stock that this Corporation is authorized to issue and have outstanding at any one time is 1000 shares of common stock, all of which are voting shares.

C. The shares shall be distributed as follows:

Frederic Laing	500 shares
Karl VanPitterson	500 shares

Should either party wish to sell his shares, the other initial shareholder has the right of first refusal to purchase same. In the event that either party shall expire, his shares shall revert to his heir, but shall become non-voting shares.

ARTICLE IV. TERM OF EXISTENCE

This Corporation shall have perpetual existence, commencing upon the filing of these articles.

ARTICLE V. REGISTERED AGENT, REGISTERED OFFICE, & PRINCIPAL OFFICE

The Registered Agent and the street address of the initial Registered Office of this Corporation in the State of Florida shall be:

Jeanette E. Smith, Esq.
9090 SW 84 Court
Miami, FL 33156

The Board of Directors from time to time may move the Registered Office to any other address in the State of Florida. The address of the Corporation's principal office shall be as follows:

14500 SW 88 Avenue, #217
Miami, FL 33176

ARTICLE VI. BOARD OF DIRECTORS

This Corporation shall have 2 directors initially. The number of directors may be increased or diminished from time to time by Bylaws adopted by the stockholders, but shall never be less than one.

ARTICLE VII. INITIAL DIRECTORS

The names of the initial directors of this Corporation and their street addresses are:

Karl VanPitterson
9090 SW 84 Court
Miami, FL 33156

Frederic Laing
9090 SW 84 Court
Miami, FL 33156

The people named as initial directors shall hold office until their successors are elected or appointed and have qualified.

ARTICLE VIII. INCORPORATOR

The name and street address of the person signing these Articles of Incorporation as the Incorporator is:

Jeanette E. Smith, Esq.
9090 SW 84 Court
Miami, FL 33156

ARTICLE IX. OFFICERS

Subject to the discretion of the Board of Directors, the affairs of the Corporation shall be administered by its officers, as designated herein, who shall serve at the pleasure of the Board of Directors. Officers can be elected or appointed as determined by the Board, and may also be terminated by the Board. All other regulations concerning officers shall be determined by the Bylaws of the Corporation. Any individual can hold one or more positions as necessity dictates. The names and addresses of the initial officers are:

President/Secretary:	Karl VanPitterson 9090 SW 84 Court Miami, FL 33156
Vice-President/Treasurer:	Frederic Laing 9090 SW 84 Court Miami, FL 33156

ARTICLE X. AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a stockholders' meeting by at least a majority of the stock entitled to vote, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, the undersigned, as Incorporator, has executed the foregoing Articles of Incorporation on the 10th day of April, 1998.



Incorporator

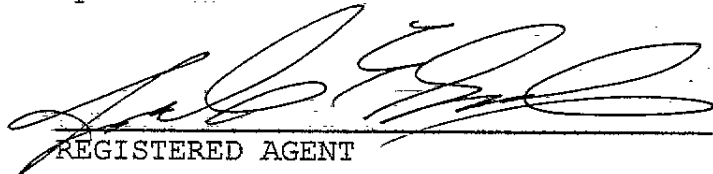
ACCEPTANCE OF REGISTERED AGENT

In compliance with Section 48.091, Florida Statutes, the following is submitted:

That High Tide Productions, Inc., desiring to organize under the laws of the State of Florida, has named Jeanette E. Smith, located at 9090 SW 84 Court, Miami, Florida 33156 as its agent to accept service of process within this state.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above-named Corporation, at the place designated in this certificate, the undersigned agrees to act in this capacity, and agrees to comply with the provisions of Florida law relative to keeping the designated office open.


REGISTERED AGENT

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