

Annemarie H. Block, P.A.

ATTORNEY AT LAW
DADELAND TOWERS
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Miami, Florida 33156

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

98 MAY 18 AM 9:05

TELEPHONE
(305) 670-7000

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(305) 670-7056

May 15 1998
P98000045288

Florida Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

Re: DANCEMPIRE, INC.

000002527720--3
-05/18/98-01107-012
****122.50 ****122.50

Dear Sir or Madam:

Enclosed please find an original and one copy of the Articles of Incorporation and Registered Agent Designation and Acceptance form for the above-referenced corporation. Also enclosed is my check number 2224 in the amount of \$122.50 for:

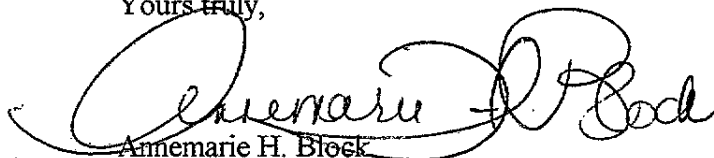
1. Filing Fee - \$35.00
2. Fee for certified copy of the Articles of Incorporation - \$52.50
3. Fee for designation of and acceptance by Registered Agent - \$122.50

I have enclosed a self-addressed stamped envelope for your use in forwarding the certified copy of the Articles of Incorporation to me.

If you have any questions, or if I can be of any additional service, please do not hesitate to contact me.

Thank you for your time and attention.

Yours truly,


Annemarie H. Block

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ARTICLES OF INCORPORATION
OF
DANCEMPIRE, INC

In compliance with the requirements of F.S. Chapter 607, the undersigned being a natural person, does hereby act as an incorporator in adopting and filing the following Articles of Incorporation for the purpose of organizing a business corporation.

ARTICLE I. CORPORATE NAME

The name of the corporation ("Corporation") shall be DANCEMPIRE, INC.

ARTICLE II. PRINCIPAL OFFICE

The street address of the principal office of the Corporation is 8785 S.W. 177th Terrace, Miami, Florida 33157. The Board of Directors from time to time may move the principal office to any other address in the State of Florida.

ARTICLE III. CAPITAL STOCK

The maximum number of shares which the Corporation is authorized to issue is one thousand (1,000) shares having a par value of one dollar (\$1.00) per share, all of which shall be Common Shares. All Common Shares shall be identical with each other in every respect and the holders thereof shall be entitled to one vote for each share on all matters on which shareholders have the right to vote.

ARTICLE IV. INITIAL REGISTERED OFFICE AND AGENT

The initial street address of the Corporation's registered office is 9300 South Dadeland

Boulevard, Suite 308, Miami, Florida 33156. The initial registered agent at that address is Annemarie H. Block, Esquire. The Board of Directors from time to time may move the registered office to any other address in the State of Florida.

ARTICLE V. BOARD OF DIRECTORS

The initial Board of Directors of the corporation shall consist of one (1) member. The name and address of the person who will serve on the initial board is:

<u>Name</u>	<u>Address</u>
ANGEL FRASER-LOGAN	8785 S.W. 177 th Terrace Miami, Florida 33157

The number of directors may be increased or diminished from time to time by Bylaws adopted by the shareholders, but shall never be less than one.

ARTICLE VI. PREEMPTIVE RIGHTS

The corporation elects to have preemptive rights.

ARTICLE VII. INDEMNIFICATION

The corporation shall indemnify its directors, officers, employees and agents to the fullest extent permitted by law.

ARTICLE VII. INCORPORATOR

The name and street address of the person signing these Articles of Incorporation is Angel Fraser Logan, 8785 S.W. 177th Terrace, Miami, Florida 33157.

THE UNDERSIGNED, as Incorporator, has executed the foregoing Articles of Incorporation this 15th day of May, 1998.


ANGEL FRASER LOGAN, Incorporator

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**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR
DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS
STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

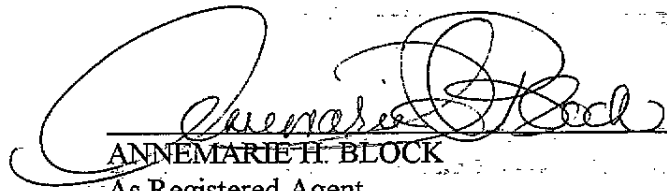
Pursuant to the provisions of section 607.0501, Florida Statutes, the herein mentioned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered agent/registered office, in the State of Florida.

That DANCEMPIRE, INC., desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation at Miami, Dade County, Florida has named Annemarie H. Block, located at 9300 South Dadeland Boulevard, Suite 308, Miami, Florida, 33156, as its agent to accept service of process within this state.

ACKNOWLEDGMENT:

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.

Dated: May 15, 1998


ANNEMARIE H. BLOCK
As Registered Agent