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JAMES P. DURKIN
Attorney at Law
2605 East Atlantic Blvd.
Pompano Beach, Florida 33062

June 26, 1998

Secretary of State
Division of Corporations
The Capitol
Tallahassee, FL 32314

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-06/29/98--01041--010
*****70.00 *****70.00

Re: Matador Productions, Inc.


Dear Secretary of State:

Enclosed please find the following in connection with the above corporation:

1. Articles of Incorporation
2. Check in the amount of the filing fee
3. Designation and Acceptance of Resident Agent

Please return a copy of the filed Articles of Incorporation at your earliest convenience.

Yours Truly,


James P. Durkin

JPD:br

enclosures

FILED
98 JUN 29 AM 10:54
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

T. SMITH JUN 29 1998

ARTICLES OF INCORPORATION
OF
MATADOR PRODUCTIONS, INC.

The undersigned subscriber to these Articles of Incorporation, a natural person, competent to contract, hereby subscribes to and forms a corporation for profit under the Laws of the State of Florida.

ARTICLE I-NAME

The name of the corporation is MATADOR PRODUCTIONS, INC.

ARTICLE II-NATURE OF BUSINESS

The corporation may engage in any activity or business permitted under the Laws of the United States and this State.

ARTICLE III-CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any time is 500 shares of common stock, each share having a par value of \$1.00.

ARTICLE IV-INITIAL CAPITAL

The amount of capital with which this corporation shall begin business is \$500.00.

ARTICLE V-TERM OF EXISTENCE

This corporation shall have perpetual existence.

ARTICLE VI-ADDRESS

The initial street address of the principal office of corporation is: 2605 East Atlantic Blvd. Suite 201, Pompano Beach, FL 33062.

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ARTICLE VII-DIRECTORS

The name and address of the person who is appointed as
Director of the corporation is:

ROBERT L. STEINBACK
2605 East Atlantic Blvd., Suite 201
Pompano Beach, FL 33062

The number of directors of the corporation shall be not less
than one nor more than five, and the initial Board of Directors
of this corporation shall be comprised of one person.

ARTICLE VIII-OFFICERS

The name and address of the person who is appointed sole
office of the corporation is:

ROBERT L. STEINBACK
2605 East Atlantic Blvd., Suite 201
Pompano Beach, FL 33062

ARTICLE IX-REGISTERED RESIDENT AGENT

The name and address of the initial Registered Agent is:

JAMES P. DURKIN
2605 East Atlantic Blvd., Suite 201
Pompano Beach, FL 33062

Article X. - Commencement =
*this corporation elects to commence operating upon the **

ARTICLE X-SUBSCRIBER

The name and address of the subscriber to these Articles
of Incorporation is:-

ROBERT L. STEINBACK
2605 East Atlantic Blvd., Suite 201
Pompano Beach, FL 33062

IN WITNESS WHEREOF, I have hereunto set my hand and seal,

** signing of these articles of Incorporation pursuant
to F.S. 607.0203.*

acknowledged and filed the foregoing Articles of Incorporation
under the laws of the State of Florida on this 26th day
of June, 1998.


ROBERT L. STEINBACK

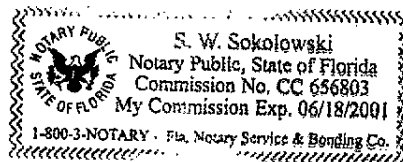
STATE OF FLORIDA
COUNTY OF BROWARD

BEFORE ME. the undersigned authority, personally appeared
ROBERT L. STEINBACK, the person described in and who executed
the foregoing Articles of Incorporation, and he acknowledged
before me that he executed the same for the purposes therein
expressed and presented the following as identification:

Dated: 6/26/98


NOTARY PUBLIC SIGNATURE

S.W. SOKOLOWSKI
PRINTED NOTARY NAME




DESIGNATION AND ACCEPTANCE OF REGISTERED AGENT

THIS WILL CERTIFY that the Registered Agent for MATADOR PRODUCTIONS, INC. is: JAMES P. DURKIN, whose address is 2605 East Atlantic Blvd., Suite 201, Pompano Beach, FL 33062.

I HEREBY ACCEPT the responsibility of being the Registered Resident Agent for MATADOR PRODUCTIONS, INC.

Dated:

6/26/98



JAMES P. DURKIN

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA