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TO: DIVISION OF CORPORATIONS

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CONTACT: RAY STORMONT

PHONE: (305)541-3694

FAX #: (305)541-3770

NAME: GREENLIGHT PRODUCTIONS, INC.

AUDIT NUMBER.....H98000012909

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

CERT. OF STATUS..0

PAGES.....6

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**ARTICLES OF INCORPORATION OF
GREENLIGHT PRODUCTIONS, INC.**

ARTICLE I - NAME

The name of the corporation is **GREENLIGHT PRODUCTIONS, INC.**

ARTICLE II - DURATION

The corporation shall have perpetual existence commencing on the date of filing.

ARTICLE III - PURPOSE

The corporation may engage in any activity or business permitted under the laws of the United States and the State of Florida and under the laws of any other country in the world.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 1,000 shares of One Dollar (\$1.00) par value common stock, which shall be designated "Common Shares".

ARTICLE V - INITIAL REGISTERED AGENT

The name and address of the initial registered agent of this corporation is:

Neil A. De Leon

7 N.W. 2nd Street
Suite 218
Miami, FL 33128-1849

ARTICLE VI - PRINCIPAL OFFICE OF THE CORPORATION

The principal office of the corporation will be located at:

2121 N. Bayshore Drive
Suite 1105
Miami, FL 33137-5137

This instrument prepared by:

Neil A. De Leon, Esq.
De Leon & De Leon, P.A.
7 N.W. 2nd Street
Suite 218
Miami, Florida 33128
(305) 374-5494
Florida Bar No.: 957593

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ARTICLE VII - OFFICERS

The affairs of GREENLIGHT PRODUCTIONS, INC, shall be managed by a Board of Directors and administered by a President, one or more Vice Presidents, a Secretary, a Treasurer, and such other officers as the Board of Directors shall deem desirable. Officers need not be Directors. The officers shall be elected by a majority of those Directors present at the first regularly scheduled meeting of the Board of Directors held each year at which a quorum is present. Each Officer shall serve until resignation or until elections are held at the following year's first regularly scheduled meeting of the Board of Directors at which a quorum is present.

The initial officers of the corporation, who shall serve until elections are held, and their addresses are:

President: -	Herbert Ammons, Jr.	2121 N. Bayshore Dr. Suite 1105 Miami, FL 33137-5137
Vice President: -	Gladys Kidd	2121 N. Bayshore Dr. Suite 1105 Miami, FL 33137-5137
Secretary: -	Brenda Howard	2121 N. Bayshore Dr. Suite 1105 Miami, FL 33137-5137
Treasurer: -	Herbert Ammons, Jr.	2121 N. Bayshore Dr. Suite 1105 Miami, FL 33137-5137

ARTICLE VIII - INITIAL BOARD OF DIRECTORS

This corporation shall have Two (2) Director. The number of Directors may be increased or diminished from time to time by the By Laws, but shall never be less than one (1). The name and address of the director of this corporation is:

1.	Herbert Ammons, Jr.	2121 N. Bayshore Dr. Suite 1105 Miami, FL 33137-5137
2.	Gladys Kidd	2121 N. Bayshore Dr. Suite 1105 Miami, FL 33137-5137

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ARTICLE IX - BY LAWS

The By Laws of this corporation may be adopted, altered amended or repealed by either the Stockholders or the Directors.

ARTICLE X - INDEMNIFICATION

The corporation shall indemnify any Officer or Director, or any former Officer or Director to the full extent permitted by law.

ARTICLE XI - PREEMPTIVE RIGHTS

Every stockholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his or her pro-rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE XII - INCORPORATOR

The name and address of the incorporator, who is also the person signing these Articles is:

Herbert Ammons, Jr.

2121 N. Bayshore Drive
Suite 1105
Miami, Florida 33137-5137

ARTICLES XIII - AMENDMENT

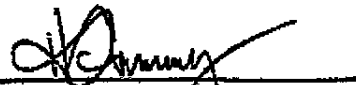
This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, in accordance with the provisions of the Florida General Corporation Act.

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IN WITNESS WHEREOF, the undersigned has made and subscribed these Article of Incorporation at Miami, Florida on the 13th day of July 1998.


Herbert Ammon, Jr.

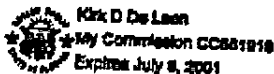
STATE OF FLORIDA]

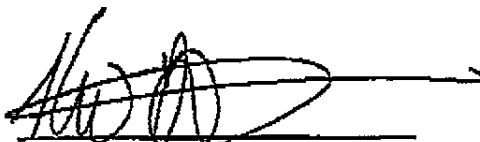
COUNTY OF DADE]

BEFORE ME, the undersigned authority, personally appeared Herbert Ammon, Jr. who is personally known to me and who has provided a Florida Drivers license as identification to verify identity, and he subscribed the above Articles of Incorporation and he did freely and voluntarily acknowledge before me according to the law that he made and subscribed the same for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal at Miami, DADE County, Florida, this 13th day of July 1998.

My Commission Expires:




Notary Public of the State
of Florida at Large

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ACCEPTANCE OF REGISTERED AGENT

The undersigned hereby accepts to act in the capacity of Registered Agent for GREENLIGHT PRODUCTIONS, INC., and further agrees to comply with the provisions of all statutes relative to the proper and complete discharge of his duties.

Dated this 13 th day of July 1998.


Neil A. De Leon, Esq.

This instrument prepared by:

Neil A. De Leon, Esq.
De Leon & De Leon, P.A.
7 N.W. 2nd Street
Suite 218
Miami, Florida 33128
(305) 374-5494
Florida Bar No.: 957593

Legal/Clerk/Over Sight

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