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TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4001

FROM: FILINGS, INC.

ACCT#: 072720000101

CONTACT: TERESA ROMAN PHONE: (850)385-6735
(850)561-1025

FAX #:

NAME: OZ ENTERTAINMENT, INC. AUDIT NUMBER.....H98000015184 DOC
TYPE.....FLORIDA PROFIT CORPORATION OR P.A. CERT. OF STATUS..0
PAGES.....(4) CERT. COPIES.....0 DEL.METHOD.. FAX EST.CHARGE..
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION

ARTICLE I NAME/ADDRESS

The name of this corporation is OZ ENTERTAINMENT, INC. The principal office of the corporation and mailing address is 2845 Riverland Road, Fort Lauderdale, Florida 33312.

ARTICLE II DURATION

This corporation shall have perpetual existence commencing on the date of the filing of these Articles with the Department of State.

ARTICLE III PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE IV CAPITAL STOCK

This corporation is authorized to issue 100 shares of \$1.00 par value common stock which shall be designated "Common Shares".

ARTICLE V PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash for any new stock of this corporation shall have the right to purchase his prorata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 817 S. University Drive, Suite 122, Plantation, Florida 33324 and the name of the initial registered agent of this corporation at that address is Robert D. Burgs, P.A.

ARTICLE VII INITIAL BOARD OF DIRECTORS

This corporation shall have Director(s) constituting the initial Board of Directors. The number of Directors may be either increased or decreased from time to time by the Bylaws. The name(s) and address(es) of the initial Board of Directors of this corporation are:

<u>NAME</u>	<u>ADDRESS</u>
CHRISTINA GOELZ	2845 Riverland Road Fort Lauderdale, FL 33312

Prepared by:

Robert D. Burgs, P.A.

817 S. University Drive, Suite #122

Plantation, FL 33324

(954) 472-0877 *BAE # 654205*

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ARTICLE VIII INCORPORATORS

The name and address of each person signing these Articles is:

<u>NAME</u>	<u>ADDRESS</u>
CHRISTINA GOELZ	2845 Riverland Road Fort Lauderdale, FL 33312

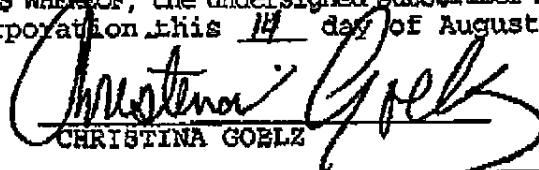
ARTICLE IX INDEMNIFICATION

This corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE X AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 14 day of August, 1998.


CHRISTINA GOELZ

STATE OF FLORIDA
COUNTY OF BROWARD

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and county set forth above, personally appeared CHRISTINA GOELZ known to be and known by me to be the person who executed the foregoing Articles of Incorporation, and she acknowledged before me that she executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the State and County aforesaid, this 17 day of August, 1998.


Notary Public, State of Florida

My commission expires:



ACCEPTANCE BY DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

I, the undersigned person, having been named as registered agent and to accept service of process for the above-stated corporation (OZ ENTERTAINMENT, INC.) at the place designated in this statement, hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

ROBERT D. BURG, P.A.

BY: Robert Burg
ROBERT D. BURG, ESQUIRE
817 S. University Drive
Suite 122
Plantation, FL 33324
(305) 472-0877
Fax No. 472-0875

DATED: August 12, 1998

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