

SILVERLIGHT ENTERTAINMENT

Aug. 12, 1998

State of Florida Department of State Division of Corporations P.O. Box 6327 Tallahassee, FL 32314

400002617874--5 -08/17/98--01117--002 *****78.50 *****78.50

Re: SILVERLIGHT ENTERTAINMENT, INC.

Enclosed please find our check in the amount of \$78.75 for the filing fee and Certificate for Silverlight Entertainment, Inc.

Please file the articles of incorporation and send the certificate to me at 15490 Ventura Blvd., Suite 220, Sherman Oaks, Ca. 91403. Tel. (818) 981-4400

Sincerely,

Stephen Drimmer

SD Enclosure 98 AUG 17 AM 8: 18
SECRETARY OF STATE
ALLAHASSEE, FLORIFA

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ARTICLES OF INCORPORATION

ARTICLE I NAME

The name of the corporation shall be Silverlight Entertainment, Inc.

NETARSEE, FLORIG

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be 5601 Collins Ave., Suite 1511, Miami Beach, FL 33140

ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is twenty-five thousand shares.

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and Florida street address of the initial registered agent is Stephen Drimmer, 5601 Collins Ave., Suite 1511, Miami Beach, FL 33140.

ARTICLE V INCORPORATOR

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

Stephen Drimmer 5601 Collins Ave., Suite 1511, Miami Beach, FL 33140.

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. I further agree to comply with the provision of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligation of my position as registered agent.