

P98000072480

Gary Shipman
19195 Mystic Pt. Dr. Ste. 1704
Aventura, FL 33180

June 17, 1998

Corporate Records Bureau
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

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To Whom It May Concern:

I would like to incorporate a Florida business with the name Shipwreck Entertainment, Inc. Enclosed please find the Articles of Incorporation, the acceptance by the registered agent, and a check payable to the State of Florida in the amount of \$70.00 which represents payment for the Filing fee and Registered Agent fee. Please direct future communications on this matter to me at the above address. My office telephone number is (305) 933-0011.

Sincerely,

Gary Shipman

FILED
98 AUG 17 AM 8:18
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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8/19

ARTICLES OF INCORPORATION
OF
Shipwreck Entertainment, Inc.

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

ARTICLE ONE

NAME

The name of this corporation shall be:

Shipwreck Entertainment, Inc.

The principal place of business of this corporation shall be 19195 Mystic Pt. Dr. Ste. 1704, Aventura, FL 33180.

ARTICLE TWO

NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE THREE

CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 50,000 shares of common stock having a par value of one dollar per share.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE FOUR

REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation shall be 19195 Mystic Pt. Dr. Ste 1704, Aventura, FL 33180, and the name of the initial registered agent of the corporation at that address is Gary Shipman.

ARTICLE FIVE

TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE SIX

DIRECTORS

This corporation shall have one director, initially. The name and street address of the initial member of the Board of directors is:

Gary Shipman	19195 Mystic Pt. Dr. Ste. 1704 Aventura, FL 33180
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ARTICLE SEVEN

OFFICERS

The names and addresses of the initial officers of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

Gary Shipman	19195 Mystic Pt. Dr. Ste. 1704
President/Treasurer	Aventura, FL 33180
Secretary	

ARTICLE EIGHT

SUBSCRIBER

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

Gary Shipman	19195 Mystic Pt. Dr. Ste. 1704
	Aventura, FL 33180

ARTICLE NINE

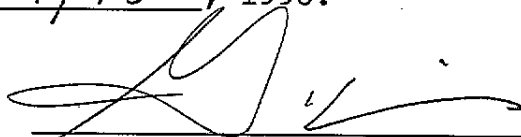
AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders and approved at a stockholders' meeting by at least a majority of the stock entitled to vote, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for the above-stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all Statutes relative to the proper and complete performance of my duties, and I accept the duties and obligations of Section 607.325 of the Florida General Corporation Act.

Dated 8/14/98, 1998.



Gary Shipman, Registered Agent
Incorporator

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98 AUG 17 AM 8:18
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

IN WITNESS WHEREOF, the undersigned has hereunto set
his hand and on this 8 day of August, 1998.

STATE OF FLORIDA

COUNTY OF PINELLAS

Before me, the undersigned authority, personally
appeared _____ who is well known to be the
person described in and subscribed the above articles of
incorporation, and he did freely and voluntarily
acknowledge before me according to law that he made and
subscribed the same for the uses and purposes therein
mentioned and set forth.

IN WITNESS WHEREOF, I have herunto set my hand and my
official seal, this _____ day of _____, 1998.

Notary Public, State of Florida at Large

My Commission Expires: _____