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LAURIE HANNAN-ANTON
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5100 S. Cleveland Avenue
#318-161
Ft. Myers, FL 33907
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Fax: (941) 278-5175

September 17, 1998

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

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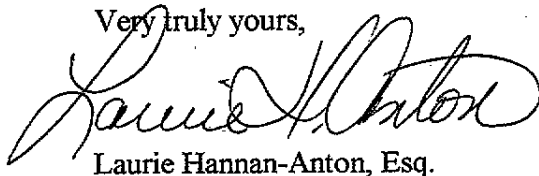
RE: Oasis Entertainment, Incorporated

Enclosed please find an original and one copy of the Articles of Incorporation for the above company. Please file the original in your offices and certify and return to us one certified copy.

We are enclosing our check in the amount of \$ 122.50 covering:

Filing Fee; Registered Agent Certificate; Certified Copy.

Very truly yours,


Laurie Hannan-Anton, Esq.

LA:ich

Enclosures: Articles of Inc. (Oasis Entertainment, Incorporated.)
Check for \$ 122.50

RECEIVED
98 SEP 24 AM 8:07
DIVISION OF CORPORATIONS

FILED
98 SEP 24 AM 11:16
SECRETARY OF STATE
DIVISION OF CORPORATIONS

Gave OK
to correct
Article II -
eff. when
filed

New Profit
SO
9/29/98

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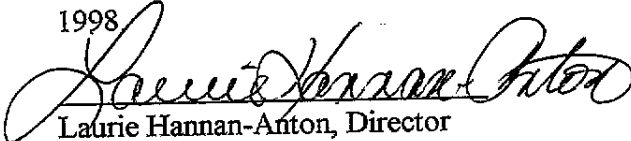
September 21, 1998

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

RE: CERTIFICATION AND RELEASE OF NAME

Enclosed please find an original and one copy of the Articles of Dissolution for Oasis Entertainment, Inc., as well as a check in the amount of \$ 35.00 to file same.

Please return a stamped copy of the Articles of Dissolution to the above address. I hereby certify that I do not intend to revoke the dissolution of Oasis Entertainment, Inc., and hereby release the name, as an Officer and Director of the company, in order to use the name Oasis Entertainment, Inc. for the newly incorporated FL corporation, Oasis Entertainment, Incorporated, which is enclosed herein for filing, and certification. The former corporation shall be dissolved as of the effective date September 15, 1998. The newly formed company shall be effective as of September 16, 1998.

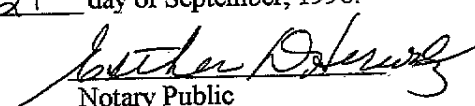

Laurie Hannan-Anton, Director

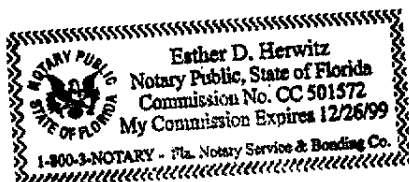
STATE OF FLORIDA)
COUNTY OF LEE)

BEFORE ME, the undersigned authority, this day personally appeared LAURIE HANNAN-ANTON who is personally known to me or who has produced PERSONALLY KNOWN (type of identification), as identification, who first being duly sworn on oath by me, says: that she has executed the foregoing and that she signed same for the intent and purposes contained herein.

WITNESS, my hand and official seal this 21 day of September, 1998.

My Commission Expires:


Notary Public
State of Florida at Large



FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

ARTICLES OF INCORPORATION
OF
OASIS ENTERTAINMENT, INCORPORATED.

98 SEP 24 AM 11:16

ARTICLE I
NAME

The name of this corporation shall be:

OASIS ENTERTAINMENT, INCORPORATED.

ARTICLE II
DURATION

This corporation shall commence its existence on the day it is filed, and shall exist perpetually unless sooner dissolved according to law.

ARTICLE III
PURPOSE

This corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE IV
CAPITAL STOCK

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

ARTICLE V
INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation is 5100 S. Cleveland Avenue, # 318-161, Ft. Myers, FL 33907, and the Initial Registered Agent of this Corporation at that address is Laurie Hannan-Anton, Esq.

ARTICLE VI
PRINCIPAL OFFICE AND MAILING ADDRESS FOR CORPORATION

The principal office and mailing address for the Corporation shall be:

Oasis Entertainment, Incorporated
5100 S. Cleveland Avenue
318-161
Ft. Myers, FL 33907

ARTICLE VII
INITIAL BOARD OF DIRECTORS

This Corporation shall initially have one voting (1) 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) voting Director.

ARTICLE VIII
INCORPORATORS

The name and address of the Incorporator signing these Articles is Laurie Anton, at 5100 S. Cleveland Avenue, # 318-161, Ft. Myers, FL 33907.

ARTICLE IX
INDEMNIFICATION

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

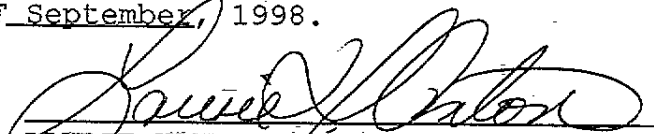
IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 15th day of September, 1998.

By: 
Laurie Anton

ACCEPTANCE OF REGISTERED AGENT

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN ARTICLE V OF THESE ARTICLES OF INCORPORATION, THE UNDERSIGNED HEREBY AGREES TO ACT IN THIS CAPACITY, AND FURTHER AGREES TO COMPLY WITH THE COMPLETE DISCHARGE OF ITS DUTIES.

DATED THIS 15th DAY OF September, 1998.


LAURIE HANNAN-ANTON, ESQ.