



THE UNITED STATES
CORPORATION
COMPANY

PA 8000104845

ACCOUNT NO. : 072100000032

REFERENCE : 065257 6594A

AUTHORIZATION :

COST LIMIT : \$70.00

ORDER DATE : December 15, 1998

ORDER TIME : 10:12 AM

ORDER NO. : 065257-005

CUSTOMER NO: 6594A

500002713095--A

CUSTOMER: Donald J. Kahn, Esq
GREEN KAHN & PIOTRKOWSKI, PA
GREEN KAHN & PIOTRKOWSKI, PA
317 71st Street

Miami Beach, FL 33141

DOMESTIC FILING

NAME: ~~FREEDOM ENTERTAINMENT, INC.~~

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Robert Maxwell

EXAMINER'S INITIALS:

2544
W98-28117

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 DEC 15 PM 2:37

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DIVISION OF CORPORATIONS

12/17/98



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

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DIVISION OF CORPORATIONS
98 DEC 15 PM 2:37

December 15, 1998

CSC NETWORKS
1201 HAYS STREET
TALLAHASSEE, FL 32301

SUBJECT: FREEDOM ENTERTAINMENT, INC.
Ref. Number: W98000028117

RESUBMIT

Please give original
submission date of file.

We have received your document for FREEDOM ENTERTAINMENT, INC. and the authorization to debit your account in the amount of \$70.00. However, the document has not been filed and is being returned for the following:

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of a name is not acceptable. Please select a new name and make the correction in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6973.

Claretha Golden
Document Specialist

Letter Number: 398A00059199

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CLARETHA GOLDEN

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ARTICLES OF INCORPORATION
OF
FREEDOM ENTERTAINMENT ENTERPRISES, INC.

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

FREEDOM ENTERTAINMENT ENTERPRISES, INC.

The address of the principal office of this corporation shall be 1600 South Treasure Drive, North Bay Village, Florida 33141, and the mailing address of the corporation shall be the same.

ARTICLE II. 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 III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 500 shares of common stock having \$1.00 par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 317 71st Street, Miami Beach, Florida 33141, and the name of the initial registered agent of the corporation at that address is Donald J. Kahn.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. OFFICERS AND DIRECTORS

This corporation shall have one officer and one director, initially. The name and street address of the initial officer and director who shall hold office for the first year of the corporation, or until his successor is elected or appointed is:

David Kahn	1600 South Treasure Drive
Dir/Pres/Sec/Treas	North Bay Village, Florida 33141

ARTICLE VII. PREEMPTIVE RIGHTS

The corporation elects to have preemptive rights.

ARTICLE VIII. SPECIAL PROVISION

It is the intent of the Incorporator that the corporation will qualify under section 1244 of the Internal Revenue Code and shall take all actions necessary to obtain and maintain its status as an S corporation.

ARTICLE IX. INCORPORATOR

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

Corporation Service Company
1201 Hays Street
Tallahassee, Florida 32301

IN WITNESS WHEREOF, the undersigned agent of
Corporation Service Company has hereunto set their
hand and seal of Corporation Service Company on December 15,
1998.

CORPORATION SERVICE COMPANY

By: Karen B. Rozar

Its Agent, Karen B. Rozar

rwm

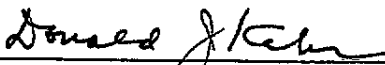
· ACCEPTANCE OF REGISTERED AGENT
DESIGNATED IN ARTICLES OF INCORPORATION

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98 DEC 15 PM 2:37

DONALD J. KAHN, Esq., an individual residing in this State having a business office identical with the registered office of the corporation named below and having been designated as the registered agent in the above and foregoing Articles of Incorporation of:

FREEDOM ENTERTAINMENT ENTERPRISES, INC.

is familiar with and accepts the obligations of the position of Registered Agent under Section 607.9505, Florida Statutes.



DONALD J. KAHN