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FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State

January 15, 1999

EMPIRE

MIAMI, FL

SUBJECT: JACKSON WATSON'S 10 COMMANDMENTS, INC.

Ref. Number: W99000001161

We have received your document for JACKSON WATSON'S 10 COMMANDMENTS, INC.. However, the document has not been filed and is being returned for the following:

The registered agent and street address must be consistent wherever it appears in your document.

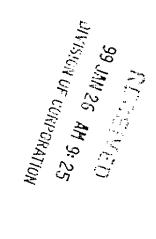
The person designated as registered agent in the document and the person signing as registered agent must be the same.

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) 487-6934.

Loria Poole Corporate Specialist

Letter Number: 499A00002141



ARTICLES OF INCORPORATION

of

Jackie Watson's 10 Commandments, INC.

The undersigned incorporator, for the purpose of forming a corporation under the laws of the State of Florida, hereby adopts the following Articles of Incorporation.

ARTICLE I CORPORATE NAME

The name of this corporation is: Jackie Watson's 10 Commandments, Inc.

ARTICLE II CORPORATE AND MAILING ADDRESS

Jackie Watson's 10 Commandments, Inc. c/o Jacqueline Watson 524 Washington Ave. #305 Miami Beach, FL 33139

ARTICLE II NATURE OF BUSINESS

The nature of the business will be to produce and distribute on television and the Internet various shows, informational segments, and/or endorsements; the nature of business includes, and is not limited to, doing all and everything necessary and proper for the successful operation of this corporation and for the protection and benefit of this corporation.

ARTICLE IV CAPITAL STOCK

The maximum number of share this corporation is authorized to have outstanding at any one time is One Thousand (1000) share of common stock, all of the same class, having no par value. The maximum number of shares authorized may be changed by amendment to these Articled of Incorporation according to the amendment procedure as outlined below.

ARTICLE V INITIAL CAPITAL

The amount of capital with which this corporation will begin business is One Hundred Dollars (\$100.00).

ARTICLE VI TERMS OF EXISTENCE

This corporation shall have perpetual existence commencing upon five (5) business days prior to the date of the filing of these Articles of Incorporation.

ARTICLE VII INITIAL REGISTERED AGENT AND OFFICE

Heather A. Rutecki, Esq. c/o Rutecki & Rutecki, P.A. 100 S.E. 2nd St. 34th Floor Miami, FL 33131

The Board of Directors from time to time may move the Registered Agent of this corporation to any other office in the State of Florida or change the Registered Agent by filing the change with the secretary of the State of Florida.

ARTICLE VIII BOARD OF DIRECTORS

This corporation shall have one (1) director initially. The number of directors may be increased or diminished from time to time by the Bylaws of this corporation, but shall never be less than one.

ARTICLE VIII INITIAL DIRECTOR NAMES AND ADDRESSES

Jacqueline Watson 524 Washington Ave. #305 Miami Beach, FL 33139

The initial director shall hold office for the first year of existence of this corporation or until his successors are elected or appointed.

ARTICLE X INCORPORATOR

The name and address of the person signing these Articles of Incorporation as the Incorporator is:

Jackie Watson's 10 Commandments, Inc. c/o Jacqueline Watson 524 Washington Ave. #305 Miami Beach, FL 33139

ARTICLE XI AMENDMENTS

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 to these Articles of Incorporation be made without the formalities of meeting by the Board of Directors and stockholders.

ARTICLE XII MANAGEMENT

All corporate powers shall be exercised by, and the business and affairs of this corporation shall be managed by, the Board of Directors of this corporation.

ARTICLE XIII VOTING FOR DIRECTORS

The stockholders vote for the Directors and be entitled to as many votes as shall equal the number of shares of stock held.

ARTICLE XIV REMOVAL OF DIRECTORS

Any Director of this corporation may be removed at any annual or special meeting of the stockholders by the same vote as that required to elect a Director.

IN WITNESS WHEREOF, the undersigned, as Incorporator has executed the foregoing Article of Incorporation on this 12th day of January, 1999.

Jacqueline Watson, Incorporator

STATE OF FLORIDA COUNTY OF DADE:

BEFORE ME, the undersigned authority, personally appeared Jacqueline Watson, known to me to be the person of Jacqueline and acknowledged before me that she subscribed to these Article of Incorporation on this 12th day of January, 1999.

Notary Public, State of Florida

My Commission Expires:

Healhar Ann Rutacki

Healhar Ann Rutacki

My Commission CC616482

Expires January 27, 2001

Personally Known Produced Identification O

Type of Identification Produced:

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHING THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

In compliance with $\S\S$ 48.091, 607.0501, and 607.0202(1)(g) Florida Statutes (1991), the following is submitted:

That Jackie Watson's 10 Commandments, Inc. Desiring to organize under the laws of the State of Florida, with its corporate mailing address, as indicated in the Articles of Incorporation at City of Miami Beach, County of Miami-Dade, State of Florida has named as its Registered Agent to accept service of process in the State of Florida:

Heather A. Rutecki, Esq. c/o Rutecki & Rutecki, P.A. 100 S.E. 2nd St. 34th Floor Miami, FL 33131

ACKNOWLEDGMENT

Having been named as Registered Agent and to accept service of process for the above named corporation, at the place designated in this Certificate, the undersigned agrees to comply

with the provisions of Florida law relative to keeping the designated office open.

Heather A. Rutecki, Esq. Registered Agent