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Law Offices of Donald E. Petersen

P.O. Box 1948 • Orlando, FL 32802 • (407) 648-9050 • Fax: (407) 648-4316

December 22, 1998

Corporate Records Bureau
Division of Corporations
Department of State
409 East Gaines Street
Tallahassee, Florida 32314

100002722481--4
-12/24/98--01092--003
*****87.50 *****87.50

RE: SPARKS PRODUCTIONS, INC.
Articles of Incorporation (for profit corporation)

Dear Sir or Madam:

Enclosed are the original and a copy of the Articles of Incorporation of the above captioned proposed corporation. Please endorse your acceptance of the Articles on the copy, certify it, and return it. The Articles include a designation of the corporate place of business or domicile for service of process within this State, as well as the registered agent upon whom process may be served, who has signed an acceptance of appointment included with the Articles.

A check for \$ 87.50 is also enclosed to cover the filing fee, a certified copy of the Articles of Incorporation, and a Certificate of Good Standing.

Thank you for your attention in this matter. Please contact me should you have any questions.

*Received back on 2-4-99
with signing date of
1-26-99.*

Sincerely yours,

Kristina Altizer
Kristina Altizer, Paralegal to
DONALD E. PETERSEN

FILED
99 FEB -4 AM 8:28
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

KA/

Encl: as above

CC: Charlotte Sparks

ws\titlevii\sparks\corp\lt1.doc

B. REGISTER FEB 5 1999

1098-29048



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

December 29, 1998

KRISTINA ALTIZER, PARALEGAL
PO BOX 1948
ORLANDO, FL 32802

SUBJECT: SPARKS PRODUCTIONS, INC.
Ref. Number: W98000029048

B. REGISTER FEB 4 1999

We have received your document for SPARKS PRODUCTIONS, INC. and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

We regret that we were unable to contact you by phone. Please return the corrected document with a letter providing us with an address and telephone number where you can be reached during working hours.

The registered agents name in article V does not match the name in the registered agents acceptance. Please make appropriate changes.

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) 487-6919.

Beth Register
Corporate Specialist Supervisor

Letter Number: 898A00060777

ARTICLES OF INCORPORATION
OF
SPARKS PRODUCTIONS, INC.

FILED
99 FEB -4 AM 8:28
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

By the Articles of Incorporation, the incorporator forms a corporation for profit under Florida law.

ARTICLE I NAME

The name of this corporation is hereby identified as SPARKS PRODUCTIONS, INC.

ARTICLE II TERM

This corporation shall exist perpetually.

ARTICLE III PURPOSE

The purpose of this corporation is to transact any and all lawful business for which corporations may be incorporated under Chapter 607, Florida Statutes.

ARTICLE IV CAPITAL STOCK

This corporation is authorized to issue 1,000 shares of common stock of a par value of \$.10 a share.

ARTICLE V REGISTERED AGENT

The registered agent for this corporation is Charlotte Annette Sparks, 5251 Brook Court, Orlando, FL 32811. The principal mailing address of this corporation is 5251 Brook Court, Orlando, FL 32811, in Orange County, Florida.

ARTICLE VI DIRECTOR(S)

This corporation shall have one director initially. The

number shall be fixed by the bylaws and may be changed from time to time.

ARTICLE VII BOARD OF DIRECTORS

The name and address of each member of the first board of directors is: CHARLOTTE ANNETTE SPARKS
5251 Brook Court
Orlando, FL 32811

ARTICLE VIII INCORPORATOR

The name and address of the incorporator is Charlotte Annette Sparks, 5251 Brook Court, Orlando, FL 32811. The principal office and mailing address for this corporation is: 5251 Brook Court, Orlando, FL 32811 in Orange County, Florida.

ARTICLE IX BYLAWS

After the adoption of the initial bylaws by the director(s), the bylaws may be adopted, amended or repealed by the stockholders of this corporation. The board of directors may adopt bylaws, subject to the shareholders' approval at their next ensuing meeting. But the bylaws adopted by the board of directors shall not conflict with those adopted by the stockholders.

ARTICLE X STOCK RESTRICTIONS

By agreement stockholders of this corporation may restrict or limit the sale or transfer, or both, of the stock of this

corporation, restrict the right to encumber the stock and provide for the consideration to be paid for the stock after its original issuance. The bylaws shall provide for transfer on the corporate books in conformity with any agreement.

ARTICLE XI REPLACING STOCK CERTIFICATES

The board of directors may, by resolution, provide for the issuance of stock certificates to replace lost or destroyed stock certificates.

ARTICLE XII AMENDMENT

These articles of incorporation may be amended in any manner provided by law.

Charlotte A. Sparks

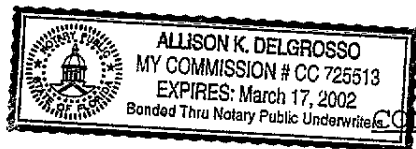
Charlotte Annette Sparks, Incorporator
FDR/c

STATE OF FLORIDA
COUNTY OF ORANGE

The foregoing was acknowledged before me on this 26 day of January, 1999.

Allison K. DelGrosso

Notary Public/Commission Expires: 3/17/02



CONSENT FOR REGISTERED AGENT

Having been named as registered agent for SPARKS PRODUCTIONS, INC. at the registered office designated in the foregoing articles, the undersigned hereby accepts the designation.

Charlotte A. Sparks
Charlotte Annette Sparks, Registered Agent

FILED
99 FEB -4 AM 8:27
SECRETARY OF STATE
TALLAHASSEE, FLORIDA