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PH# - (352) 215-6468

408 E University Ave #10B  
Gainesville, FL 32601  
February 24, 1999

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\*\*\*\*\*70.00 \*\*\*\*\*70.00

Florida Secretary of State  
The Capitol  
Tallahassee, FL 32314

Re: Rising Entertainment, Inc.

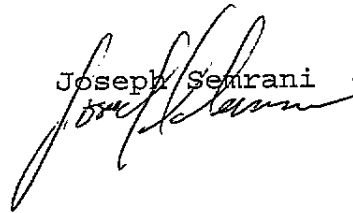
Greetings,

Please accept the attached Articles of Incorporation for  
Entertainment Complex, Inc., and the enclosed check for \$70 for  
filing. Please return a certified copy to me.

- Ada Joseph by C.C.  
phone not enough for C.C.

Sincerely,

Joseph Semrani



FILED  
99 MAR -1 AM 11:50  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Joseph  
AUTHORIZATION BY PHONE TO  
CORRECT Articles  
DATE 3/4/99  
DOC. EX. T.A.  
GAVE

New name -  
Rising Entertainment, Inc.

T.A. - 3/4/99

ARTICLES OF INCORPORATION

of

Rising Entertainment, Inc.

FILED  
99 MAR -1 AM 11:50  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

We, the undersigned, hereby declare the purpose of forming a corporation for profit under the laws of the State of Florida.

ARTICLE I

The name of this corporation shall be: Rising Entertainment, Inc. Inc.

ARTICLE II

The general nature of the business of this corporation shall be all lawful business activity permitted under the laws of the State of Florida and under the laws of the United States of America, without exception. This corporation may perform any part of its business outside of the State of Florida and in the other states, colonies or territories of the United States of America, and in all foreign countries.

ARTICLE III

The maximum number of shares of stock of the corporation is authorized to have outstanding at any time shall be ONE HUNDRED (100) shares of ONE DOLLAR (\$1.00) par value each, which shares will all be COMMON STOCK.

ARTICLE IV

This corporation shall have perpetual existence.

ARTICLE V

The street address of the initial principal office of this corporation 408 W University Ave #10B, Gainesville, FL 32601.

The initial registered agent is Joseph Semrani, 1017 N Main Street, Gainesville, FL 32601.

ARTICLE VI

The number of directors shall be not less than one. The names of the initial directors of this corporation are:

Afifi Semrani	408 W University Ave #10B Gainesville, FL 32601
Joseph Semrani	408 W University Ave #10B Gainesville, FL 32601

ARTICLE VII

The name and address of each subscriber of these Articles of Incorporation, and the number of shares of stock each agrees to take are:

Afifi Semrani	408 W University Ave #10B Gainesville, FL 32601	70 shares
Joseph Semrani	408 W University Ave #10B Gainesville, FL	30 shares

ARTICLE VIII

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

ARTICLE IX

The By-Laws of this corporation may authorize issuance of both voting and non-voting series of common stock.

Afifi Semrani  
Afifi Semrani

Joseph Semrani  
Joseph Semrani

FILED  
99 MAR -1 AM 11:50  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

STATE OF FLORIDA       )  
                              ) SS  
COUNTY OF ALACHUA    )

BE IT REMEMBERED, THAT ON THIS DAY before me personally appeared Afifi Semrani and Joseph Semrani, parties to the foregoing instrument, personally known to me, and acknowledged before me that he & she freely and voluntarily made, signed and executed the said instrument for the purposes stated therein, and that the facts therein stated are truly set forth.

WITNESS my hand and seal at Gainesville, Florida, this 25 day of February, 1999.



Helen T. Williams  
Notary Public,  
State of Florida

I hereby accept appointment as Registered Agent for Rising Entertainment, Inc.

Joseph Semrani  
Joseph Semrani