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417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302 (904) 224-8870 • 1-800-342-8062 • Fax (904) 222-1222

Quantum light Entertainment Group, enc.

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FROM OF CORPORATIONS

ARTICLES OF INCORPORATION

99 MAR -4 PM 2: 40

OF

QUANTUM LIGHT ENTERTAINMENT GROUP, INC.

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I: NAME

The name of the corporation is QUANTUM LIGHT ENTERTAINMENT GROUP, INC.

ARTICLE II: PRINCIPAL OFFICE

The principal place of business and mailing address of the corporation is 1366 SW 4th Court, Boca Raton, FL 33432.

ARTICLE III: CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is seven thousand, five hundred (7500) shares having a par value of (\$1.00) per share.

ARTICLE IV: INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is Henry Laffer, 7770 W. Oakland Park Blvd., Suite 303, Sunrise, FL 33351.

ARTICLE V: INCORPORATOR

The name and address of the incorporator of these Articles of Incorporation is Capital Connection, Inc., 417 E. Virginia St., Suite 1, Tallahassee, FL 32301.

ARTICLE VI: INITIAL BOARD OF DIRECTORS

The name and address of each member of the initial Board of Directors of the corporation is

Robert Billian

1366 S.W. 4th Ct., Boca Raton, FL 33432

Susan James

2320 Bays Edge Ave., Virginia Beach, VA 23451

Jack Olesker

9128 Villa Portofino Circle, Boca Raton, FL 33432

Kim Wheeler

3288 Page Ave., Virginia Beach, VA 23451

The undersigned has executed these Articles of Incorporation this 4th day of March, 1999.

"Capital Connection, Inc. by Lauren Strong, Client Representative"

Lauren Strong

CERTIFICATE OF DESIGNATION REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of section 607.0501, Florida Statutes, the mentioned corporation, organized under the laws of the state of Florida, submits the following statement in designating the

registered office/registered agent, in the state of Florida.

1.	The name of the corporation is: OUANTUM LIGHT ENTERTAINMENT GROUP, INC.
2. is:	The name and street address of the registered agent and office HENRY LAFFER
	7770 W. Oakland Park Blvd., Suite 303
	Sunrise FL 33351

HAVE BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.