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FLORIDA PROFIT CORPORATION OR P.A.

ENTERTAINMENT PLACE, INC.

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STATE OF FLORIDA
ARTICLES OF INCORPORATION
of

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Entertainment Place, Inc.

The undersigned subscriber to these Articles of Incorporation, being a natural person competent to contract, and being Legal Counsel and authorized agent for the principals designated herein, files these ARTICLES OF INCORPORATION to form a CORPORATION FOR PROFIT under the laws of the State of Florida.

**ARTICLE I
NAME**

The name of the corporation shall be *Entertainment Place, Inc.*

The company shall be free, in accordance with its business purposes, to enter into contracts in, and to seek trademarks, copyrights, or other proprietary registrations under the laws of the United States and of the State of Florida utilizing this name.

**ARTICLE II
PRINCIPAL OFFICE**

The principal place of business and the mailing address of the corporation shall be:

1727 Down Lake Drive
Windermere, Florida 34786

In accordance with its business purposes, the company shall conduct business activity at its principal place of business.

THESE ARTICLES PREPARED BY:
William L. Whitacre, Esquire
Florida Bar No. 170693
1000 Universal Studios Plaza
Bldg 22, Suite 247
Orlando, FL 32819
(407) 224-7533

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ARTICLE III
CAPITAL STOCK

The number of shares of stock that the corporation is authorized to have outstanding at any one time is one class of 10,000 shares of common stock at a par value of \$0.001 per share.

ARTICLE IV
INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is:

Joseph C. Bernat
1727 Down Lake Drive
Windermere, Florida 34786

ARTICLE V
TERM OF EXISTENCE

This corporation shall have perpetual existence unless voluntarily dissolved according to law.

ARTICLE VI
INCORPORATOR

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

William L. Whitacre, Esquire
Universal Studios Florida
1000 Universal Studios Plaza
Building 22, Suite 247
Orlando, Florida 32819-7610

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ARTICLE VII
OFFICERS

The initial officers of the corporation who shall be appointed at the initial meeting of the Corporation shall be:

President	Joseph C. Bernat
Secretary	William L. Whitacre
Treasurer	Joseph C. Bernat

The address of the above officers is c/o:

1727 Down Lake Drive
Windermere, Florida 34786

ARTICLE VIII
DIRECTORS

Consistent with ARTICLE X herein, there shall be two directors initially. The number of directors may be changed from time to time in accordance with the By Laws, but shall never be less than one.

The names and addresses of the initial directors are:

Joseph C. Bernat
1727 Down Lake Drive
Windermere, Florida 34786

William L. Whitacre
1000 Universal Studios Plaza
Bldg 22, Suite 247
Orlando, FL 32819

ARTICLE IX
PURPOSE

The purpose for which this corporation is formed is to conduct all lawful business authorized under the laws of the State of Florida, and of the United States, as well as of the States therein, and the respective laws of other countries and territories throughout the world.

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ARTICLE X
MANAGEMENT

The affairs of the corporation shall be managed by the Board of Directors in accordance with the By-Laws and any other rules of procedure adopted at the initial meeting.

EXECUTION OF ARTICLES OF INCORPORATION BY INCORPORATOR

The undersigned, as Legal Counsel and authorized agent, has executed these Articles of Incorporation this 4th day of March, 1999.


William L. Whitacre
INCORPORATOR

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DESIGNATION AND ACCEPTANCE OF REGISTERED AGENT

Pursuant to the provisions of section 607.0501 Florida Statutes, the undersigned Corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered agent in the State of Florida.

1. The name of the Corporation is:

Entertainment Place, Inc.

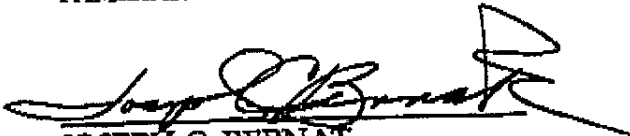
2. The name and address of the registered agent and office is:

Joseph C. Bernat
1727 Down Lake Drive
Windermere, Florida 34786



William L. Whitacre
INCORPORATOR

HAVING 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.



JOSEPH C. BERNAT
REGISTERED AGENT

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