

P99000025991

5th Element Entertainment Inc.

P.O. Box 17403

West Palm Beach, FL 33416

Department of State
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

EFFECTIVE DATE
3-17-99

600002808476--6

-03/16/99--01112--001

*****87.50 *****87.50

To Whom It May Concern:

The following fees for Incorporation are:

Filing Fee:	\$35.00
Designation of Registered Agent:	\$35.00
Certified Copy:	\$8.75
Certified Copy of Status:	\$8.75

FILED
SECRETARY OF CORPORATIONS
DIVISION OF CORPORATIONS
99 MAR 16 PM 3:10

You will find funds enclosed payable to Florida Dept. of State in the amount of \$87.50.
Please advise if anything else is needed to complete this process in an efficient and timely manner.

Sincerely,

5th Element Entertainment Inc.

3-22
WS

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

EFFECTIVE DATE
3-17-99

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 MAR 16 PM 3:10

Articles of Incorporation
Persuant to chapter 607 or 621 of the Florida Statutes

Article I: Name

The name of the corporation shall be:
5th Element Entertainment Inc.

Article II: Principal Office

The principal place of business and mailing address of this corporation shall be:
P.O. Box 17403
West Palm Beach, FL 33416

Article III: Shares

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:
100.

Article IV: Initial registered agent and street address

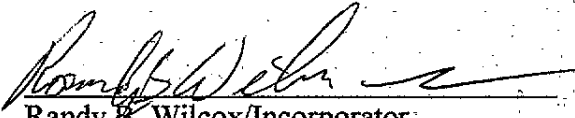
The name and Florida street address of the initial registered agent is:
April E. B. Wilcox
3007 Poolside Drive
Greenacres, FL 33463

Article V: Incorporator

The name and address of the incorporator to these articles of incorporation is:
Randy B. Wilcox
3007 Poolside Drive
Greenacres, FL. 33463

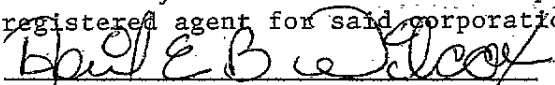
Article VI: Effective Date

The date that the articles of incorporation of 5th Element Entertainment Inc. is:
March 17, 1999.


Randy B. Wilcox/Incorporator

3-12-99
Date

I am hereby familiar with and accepts the duties and responsibilities of registered agent for said corporation.


April E. B. Wilcox/Registered Agent

3/12/99
Date