

**CORPORATE
ACCESS,
INC.**

P99000037879

236 East 6th Avenue . Tallahassee, Florida 32303

P.O. Box 37066 (32315-7066) ~ (850) 222-2666 or (800) 969-1666 . Fax (850) 222-1666

WALK IN

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(Signature)

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99 APR 27 AM 10:42
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

All Pro Entertainment + Promotional
(CORPORATE NAME & DOCUMENT #) Events Inc.

(CORPORATE NAME & DOCUMENT #)

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(CORPORATE NAME & DOCUMENT #)

(CORPORATE NAME & DOCUMENT #)

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SPECIAL INSTRUCTIONS _____

99 APR 27 AM 9 34
DIVISION OF CORPORATION

"When you need ACCESS to the world"
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T. SMITH APR 27 1999

ARTICLES OF INCORPORATION

The undersold incorporation(s) for the purpose of forming a corporation under the Florida Business Corporation Act. hereby adopt(s) the following Articles of Incorporation.

99 APR 27 AM 10:42
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLE I NAME

The name of the corporation shall be:

ALL PRO ENTERTAINMENT & PROMOTIONAL EVENTS INC.

ARTICLE II PRINCIPLE OFFICE

The principle place of business and mailing address of this corporation shall be:

2112 FARWELL DRIVE
TAMPA FLORIDA 33603
813 335 4843

ARTICLES III SHARES

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

Ten thousand Shares (10,000)

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the registered agent is:

DONNA JEAN MILLER
2112 FARWELL DRIVE
TAMPA FLRIDA 33603

ARTICLE V INCORPORATOR(S)

The name(s) and address(es) of the incorporates of this corporation are:

DONNA JEAN MILLER
2112 FARWELL DRIVE
TAMPA FLORIDA 33603

The undersigned incorporates(s) has (have) executed these Articles of Incorporation this:

25TH day of APRIL, 1999



(Signature)

CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE

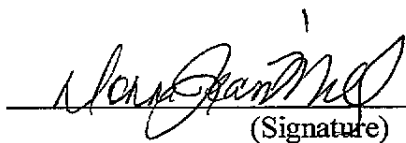
PURSUANT TO THE PROVISIONS OF SECTIONS 607.0501 OR 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is: ALL PRO ENTERTAINMENT & PROMOTINAL EVENTS INC.

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

DONNA JEAN MILLER
2112 FARWELL DRIVE
TAMPA FLORIDA 33603

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.


(Signature)

4-25-99
(Date)

DIVISION OF CORPORATION, P.O. BOX 6327, TALLAHASSEE, FL 32314

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TALLAHASSEE, FLORIDA