



THE UNITED STATES
CORPORATION
COMPANY

P 99000067479

FILED

99 JUL 23 PM 12:30

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACCOUNT NO. : 072100000032

REFERENCE : 317508 81427A

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : July 23, 1999

ORDER TIME : 3:58 PM

ORDER NO. : 317508-005

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CUSTOMER NO: 81427A

*****78.75 *****78.75

CUSTOMER: Miguel A. Mendez, Jr., Esq.
MIGUEL A. MENDEZ, JR., PA
MIGUEL A. MENDEZ, JR., PA
Suite 401, Harvey Building
224 Datura Street
West Palm Beach, FL 33409

DOMESTIC FILING

NAME: UBER WORKS ENTERTAINMENT
ENTERPRISES, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Tamara Odom

EXAMINER'S INITIALS:

DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

99 JUL 23 PM 4:40

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129/99 ✓

W99-17064



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

July 26, 1999

CSC NETWORKS
1201 HAYS ST
TALLAHASSEE, FL 32301

SUBJECT: UBER WORKS ENTERTAINMENT ENTERPRISES, INC.
Ref. Number: W99000017084

RESUBMIT

Please give original
submission date as file date

*Please date 7/23/99
+ issue a CC
Thank you.*

We have received your document for UBER WORKS ENTERTAINMENT ENTERPRISES, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The registered agent must have a Florida street address. A post office box is not acceptable.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6915.


Pamela Hall
Document Specialist

Letter Number: 199A00037906

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99 JUL 28 PM 3:10

DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF

UBER WORKS Entertainment Enterprises, Inc.

FILED
99 JUL 23 PM 12: 30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a corporation under the provisions of the Florida General Corporation Act as set forth in Chapter 607 of the Florida Statutes, hereby adopts the following Articles of Incorporation:

ARTICLE I

Corporation Name and Initial Address

The name of this corporation shall be **UBER WORKS Entertainment Enterprises, Inc..**
The initial address shall be P.O. Box 780298, Orlando, Florida, 32878.

ARTICLE II

Corporate Existence

This corporation shall have perpetual existence commencing upon the filing of these Articles with the Office of the Secretary of State for the State of Florida. The corporation shall exist perpetually thereafter unless sooner dissolved according to law.

ARTICLE III

Nature of Business

The general nature of the business to be transacted by this corporation is to engage in a music, film and motion picture, and entertainment enterprise, and to include but not be limited to any and all other incidental and consequential business, marketing, promotional and contractual ventures associated thereto, and to engage in any and all other business as permitted under the laws of the State of Florida.

ARTICLE IV

Authorized Shares of Capital Stock

The aggregate number of shares which the corporation is authorized to issue is ONE HUNDRED (100). Such shares shall be of a single class, and shall have a par value of ONE AND NO/100 DOLLARS (\$1.00) per share.

ARTICLE V

Registered Office and Registered Agent

The initial Registered Office of this corporation shall be at 7129 Venetian Way, West Palm Beach, FL 33406, with the privilege being granted unto it of having its offices and

branch offices at other places within or outside the State of Florida as the Board of Directors may from time to time deem appropriate and convenient.

The initial Registered Agent at the corporate address shall be **PAUL FIELDS**.

ARTICLE VI

Initial Board of Directors

The number of directors constituting the Board of Directors of the corporation shall be determined in accordance with the Bylaws, but shall not be less than one (1). The name and address of the persons who are to serve as members of the initial Board of Directors are set forth below:

<u>Director Name</u>	<u>Address</u>
PAUL FIELDS	P.O. Box 780298 Orlando, Orange County Florida 32878

ARTICLE VII

Incorporators

The name and address of the incorporators for this corporation are as follows:

<u>Incorporator Name</u>	<u>Address</u>
PAUL FIELDS	P.O. Box 780298 Orlando, Orange County Florida 32878

ARTICLE VIII

Initial Corporate Officers

The initial Officers of said corporation as appointed by the Incorporators are set forth below:

PRESIDENT:	PAUL FIELDS
SECRETARY:	PAUL FIELDS
TREASURER:	PAUL FIELDS

ARTICLE IX

Indemnification

The corporation shall indemnify each director, officer and shareholder of the corporation against any and all liability and expenses incurred by those persons in connection with or arising out of any action, suit or proceeding in which those persons may be involved, by reason of those persons being or having been an officer, director or shareholder of the corporation to the fullest extent permitted by the laws of the State of Florida.

ARTICLE X

Right of Alienation and Redemption

The corporation's Board of Directors is specifically authorized from time to time to adopt bylaws, not inconsistent herewith, retaining the right of alienation of shares of stock of this corporation and providing for the purchase or redemption of the corporation of its shares of stock.

ARTICLE XI

Amendments

The power to adopt, alter, amend or repeal any provisions contained in these Articles of Incorporation or the Bylaws shall be vested in the Board of Directors of this corporation, and any right conferred upon the shareholders is therefore subject to this Article XI.

IN WITNESS WHEREOF, the undersigned, as incorporators, have executed the foregoing Articles of Incorporation of **UBER WORKS Entertainment Enterprises, Inc.** this

19th day of July, 19 99.

By: Paul Fields
PAUL FIELDS
Incorporator

STATE OF FLORIDA

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COUNTY OF PALM BEACH

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BEFORE ME, the undersigned authority authorized to administer oaths and take acknowledgements, personally appeared, **PAUL FIELDS**, this 19th day of July, 19 99, who is (personally known to me) or (who has produced) DL F432-295-64375 (type of identification), who did (did not) take an oath, and acknowledged to and before me that he executed the foregoing Articles of Incorporation for the purposes therein expressed.



Lourdes R. Martinez
Commission # CC 769445
Expires AUG. 23, 2002
BONDED THRU
ATLANTIC BONDING CO., INC.

A handwritten signature in cursive script, appearing to read "Lourdes R. Martinez", written over a horizontal line.

LOURDES R. MARTINEZ

Notary Public, State of Florida

Commission Number: 769445

My commission expires: Aug 23, 2002

**CERTIFICATION DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS
WITHIN THE STATE OF FLORIDA, AND
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**


99 JUL 23 PM 12:30

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

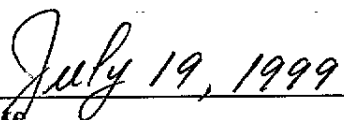
In compliance with the laws of the State of Florida, the following is submitted:

(1) That UBER WORKS Entertainment Enterprises, Inc., desiring to be organized under the laws of the State of Florida, has named PAUL FIELDS, whose address is 7129 Venetian Way, West Palm Beach, FL 33406, as its statutory Registered Agent.

(2) Having been named as the statutory Registered Agent of the above corporation at the place designated in this Certification, I hereby accept the same, agree to act in this capacity, and agree to comply with the provisions of Florida law relative to keeping the Registered Office open.



PAUL FIELDS



Date