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July 20, 1999

*P99000068159*

New Filing Section  
Division of Corporations  
Bureau of Corporate Records  
409 East Gaines Street  
Tallahassee, Florida 32301

FILED  
JUL 26 AM 8:36  
TALLAHASSEE, FLORIDA

**RE: INCORPORATION OF REDLINE ENTERTAINMENT, INC.**

Ladies and Gentlemen:

100002941871--1  
-07/26/99--01152--004  
\*\*\*\*122.50 \*\*\*\*\*78.75

Please find enclosed an original of the Articles of Incorporation, together with a photocopy thereof, to form the above-named corporation. The designation of the Registered Agent is made in the text of the Articles, while the acceptance by the named Registered Agent is attached to the back of the Articles. Please also find enclosed a check in the amount of One Hundred Twenty-two and 50/100 Dollars (\$122.50) representing the following:

Filing Fee - Articles of Incorporation	\$ 35.00
Filing Fee - Registered Agent	\$ 35.00
Certification Fee - Articles of Incorporation	<u>\$ 52.50</u>

Total \$122.50

If you find the enclosures in order, please file the original Articles, certify the photocopy thereof and return the certified copy to me as soon as possible in the enclosed stamped, self-addressed envelope.

Thank you for your assistance in this matter.

Very truly yours,

*Edward L. Myrick, Jr.*  
Edward L. Myrick, Jr.

ELM/dl  
Enclosures

**ARTICLES OF INCORPORATION OF  
REDLINE ENTERTAINMENT, INC.  
A FLORIDA CORPORATION**

FILED  
99 JUL 26 AM 8:36  
CLERK OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporator of a Florida corporation under the Florida Business Corporation Act, Chapter 607 of the Florida Statutes, hereby adopts the following Articles of Incorporation for such Corporation:

**ARTICLE I**

**NAME**

The name of the Corporation is REDLINE ENTERTAINMENT, INC.

**ARTICLE II**

**PRINCIPAL OFFICE AND MAILING ADDRESS**

The principal office and current mailing address of the Corporation is 1320 SE 2<sup>nd</sup> Street, Pompano Beach, Florida, 33060.

**ARTICLE III**

**CAPITAL STOCK**

The Corporation is authorized to issue 10,000 shares of common stock, One Dollar (\$1.00) par value per share.

**ARTICLE IV**

**INITIAL REGISTERED AGENT AND OFFICE**

The name of the initial registered agent of the Corporation and the street address

of the initial registered office of the Corporation are as follows:

<u>Name</u>	<u>Address</u>
Edward L. Myrick, Jr.	2200 N. Federal Highway, #224 Boca Raton, FL 33431

#### ARTICLE V

##### INITIAL BOARD OF DIRECTORS

The Corporation shall have initially two directors to hold office until the first annual meeting of shareholders and until their successors shall have been elected and qualified, or until their earlier resignation, removal from office or death. The number of directors may be either increased or decreased from time to time in accordance with the Bylaws of the Corporation. The name and address of the initial directors of the Corporation are:

<u>Name</u>	<u>Address</u>
Mark Bejlovec	1320 SE 2 <sup>nd</sup> Street Pompano Beach, FL 33060
Anthony Pavlo	281 NW 42 <sup>nd</sup> Avenue Coconut Creek, FL 33066

#### ARTICLE VI

##### INCORPORATOR

The name and address of the person signing these Article are:


<u>Name</u>	<u>Address</u>
Mark Bejlovec	1320 SE 2 <sup>nd</sup> Street Pompano Beach, FL 33060

ARTICLE VII

AMENDMENTS

The power to amend these Articles of Incorporation in accordance with law is reserved to the shareholders. Any right conferred upon any shareholder by these Articles of Incorporation is subject to this reservation.


IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this \_\_\_\_ day of July, 1999.

  
\_\_\_\_\_  
Mark Bejlovec  
INCORPORATOR

STATE OF FLORIDA       )  
COUNTY OF BROWARD   )

The foregoing instrument was acknowledged before me this 21 day of July, 1999, by Mark Bejlovec, who is personally known to me or who has produced mark bejlovec as identification and who did (did not) take an oath.

Name: Deanna Leo  
Notary Public  
Serial No. \_\_\_\_\_  
My Commission Expires: 12/17/02

 Deanna Leo  
My Commission CC797511  
Expires December 17 2002

**ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT**

I hereby accept the appointment as the initial registered agent of Redline Entertainment, Inc., simultaneously with my being designated, as made in the foregoing Articles of Incorporation. I state that I am familiar with, and accept, the obligations of that position.

Date: 7/21/99

Edward L. Myrick, Jr.  
Edward L. Myrick, Jr.

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TALLAHASSEE, FLORIDA