

THE LAW OFFICES OF
JOHN BRADLEY AND ASSOCIATES, P.A.

1215 E. BROWARD BLVD., SUITE 200
FORT LAUDERDALE, FLORIDA 33301

JOHN F. BRADLEY

(954) 523-6160

August 12th, 1999

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

Re: COALITION ENTERTAINMENT GROUP, INC.
Articles of Incorporation

100002960861--8
-08/16/99--01101--010
*****70.00 *****70.00

Dear Sirs,

Please find enclosed Articles of Incorporation for the above referenced matter together with a check in the amount of \$70.00 representing your fee. Please file the same at your earliest opportunity and return a stamped copy to my office by the self-addressed stamped envelope enclosed.

If you have any questions please feel free to contact this office. Thanking you for your attention to this matter, I am

Sincerely yours,

JOHN BRADLEY AND ASSOCIATES, P.A.

John F. Bradley

JFB/br
Encl.

cc: Coalition Entertainment Group, Inc.

SECRETARY OF STATE
TALLAHASSEE FLORIDA

99 AUG 16 AM 7:17

FILED

ARTICLES OF INCORPORATION
OF
COALITION ENTERTAINMENT GROUP, INC.

FILED
99 AUG 16 AM 7:17
SECRETARY OF STATE
TALLAHASSEE FLORIDA

The undersigned, acting as Incorporator for the purpose of forming a for profit Corporation under the provisions of Chapter 607 of the Florida Statutes, hereby delivers the following Articles of Incorporation for said Corporation to the Department of State of the State of Florida.

ARTICLE I

NAME

The name of the Corporation is **COALITION ENTERTAINMENT GROUP, INC.** The address for the principal office of this corporation shall be 200 Leslie Drive, #504, Hallandale, Florida 33009.

ARTICLE II

PURPOSE

The Corporation may engage or transact in any or all lawful activities or businesses permitted under the laws of the United States, the State of Florida, or any other state, country, territory or nation.

ARTICLE III

CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is one-thousand (1000) shares of common stock having no par value per share.

ARTICLE IV

REGISTERED OFFICE AND REGISTERED AGENT

The street address of the initial registered office of the Corporation shall 200 Leslie Drive, #504, Hallandale, Florida 33009, and the name of the registered agent of the Corporation at that address is Adriane Biondo.

ARTICLE V

INCORPORATOR

The name and address of the Incorporator executing these Articles of Incorporation is:

Adriane Biondo
200 Leslie Drive, #504
Hallandale, FL 33009

ARTICLE VI

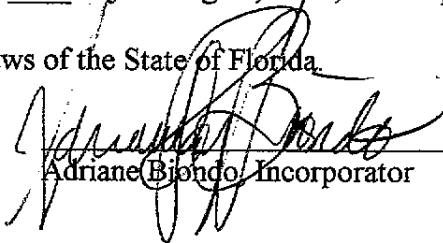
TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VII
SPECIAL PROVISION

This corporation shall be organized to comply with the provisions of Subchapter of the Internal Revenue Code, 26 U.S.C. 1361 ET. SEQ., and shall take all actions necessary to obtain and maintain its status as an "S" Corporation as defined therein.

IN WITNESS WHEREOF, the undersigned Incorporator and Registered Agent has hereunto set her hand and seal this 12th day of August, 1999, for the purpose of forming this Corporation for profit under the laws of the State of Florida.



Adriane Biondo, Incorporator

STATE OF FLORIDA
COUNTY OF BROWARD

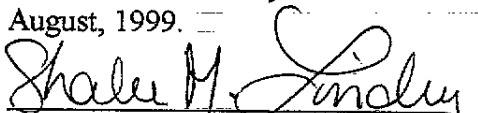
I HEREBY CERTIFY that on this day before me, an officer duly qualified to take acknowledgments, personally appeared Adriane Biondo,

1. { x } to me personally known to be the person described herein and who executed the foregoing instrument, and acknowledged under oath that she executed the same.

OR

2. { } who produced identification in the form of _____, and acknowledged under oath before me that she executed the same.

WITNESS my hand and official seal in the County and State aforesaid this 12th day of August, 1999.


Notary Public
Shalee M. Lindsey
(Type/print Name of Notary)

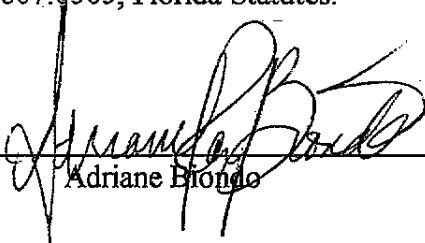


Shalee M. Lindsey
MY COMMISSION # CC652745 EXPIRES
June 3, 2001
BONDED THRU TROY FAIR INSURANCE, INC.

My Commission Expires:

**ACCEPTANCE OF REGISTERED AGENT
DESIGNATED IN ARTICLES OF INCORPORATION**

Adriane Biondo, is an individual residing within the state and maintaining a business office identical with the registered office and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.



Adriane Biondo

FILED

99 AUG 16 AM 7:17
SECRETARY OF STATE
TALLAHASSEE FLORIDA