

P99000074614

Bruce Braxton
1390 Ocean Drive, Suite 501
Miami Beach, FL 33139

FILED
99 AUG 20 PM 4:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

August 17, 1999

Doris Brown, Document Specialist
Division of Corporations
PO Box 6327
Tallahassee, FL 32314

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-07/15/99--01070--020
*****70.00 *****70.00

Re: Ref. Number: W99000016965

Dear Doris:

Enclosed you will find Letter Number: 199A00037672, Articles of Incorporation and one copy for Ultra 2000, Inc. I have made the necessary changes to the documents and initialed those changes as you instructed. Please file the Articles and kindly return a stamped copy of the Articles.

Thank you for taking the time to guide me through the system. Your helpful suggestions saved me time and energy.

Have a good day.

Yours very truly,


Bruce W. Braxton

789,2544,2551,2550
W/99-16965



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

July 23, 1999

BRUCE BRAXTON
1390 OCEAN DRIVE #501
MIAMI BEACH, FL 33139

SUBJECT: ULTRA BEACH MUSIC FESTIVAL, INC.
Ref. Number: W99000016965

We have received your document for ULTRA BEACH MUSIC FESTIVAL, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of a name is not acceptable. Please select a new name and make the correction in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

We regret that we were unable to contact you by phone. Please return the corrected document with a letter providing us with an address and telephone number where you can be reached during working hours.

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) 487-6972.

Doris Brown
Document Specialist

Letter Number: 199A00037672

**ARTICLES OF INCORPORATION
OF**

BvB
ULTRA 2000, INC.

We, the undersigned, hereby associate ourselves together for the purpose of becoming a Florida corporation under the laws of the State of Florida

ARTICLE I - NAME OF CORPORATION

The name of this corporation shall be:

ULTRA 2000, INC. *BvB*

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TALLAHASSEE, FLORIDA

ARTICLE II - NATURE OF BUSINESS

The general nature of the business and the proposed objects and purposes to be transacted, promoted and carried on are to do any and all things hereinafter mentioned, as fully and to the same effect and extent as natural persons might or could do, viz:

A. To engage in any lawful business activity permitted to be engaged in by the laws of the United States of America and of any State therein.

ARTICLE III - CAPITAL STOCK

The authorized capital stock of this corporation, all of which shall be fully paid and non-assessable, shall consist of one hundred (100) shares of common stock of a par value of Five Dollars (\$5.00) per share, and may be issued by this corporation as when and for such consideration as may be fixed from time to time by the Board of directors. No distinction shall exist between the shares of the corporation or the holders thereof.

ARTICLE IV - INITIAL CAPITAL

The amount of capital with which this corporation will begin business shall not be less than Five Hundred Dollars (\$500.00)

ARTICLE V - TERM OF EXISTENCE

The corporation shall have perpetual existence.

ARTICLE VI - PRINCIPAL OFFICE AND REGISTERED AGENT

The post office address of the principal office of this corporation in the State of Florida shall be: 1390 Ocean Drive, Suite 501, Miami Beach, Florida 33139. The Board of Directors may from time to time move the principal office to any other address in the State of Florida.

The Registered Agent shall continue to be BRUCE BRAXTON, 1390 Ocean Drive, Suite 501, Miami Beach, FL 33139.

ACCEPTANCE OF REGISTERED AGENT

I hereby accept the appointment as Registered Agent.



BRUCE BRAXTON

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TALLAHASSEE, FLORIDA

ARTICLE VII - SHAREHOLDERS

The shareholders in this corporation are Bruce Braxton and Alex Omes, who shall be empowered to sell to any person, at any time, all or any portion of their shares of stock, in accord with all applicable law.

ARTICLE VIII - BOARD OF DIRECTORS AND OFFICERS

A. The shareholders of this corporation shall serve as the Board of Directors. Any Director shall be of full age and a citizen of the United States.

B. The corporation shall have two Directors. The number of Directors may be increased or thereafter diminished from time to time in accordance with by-laws adopted hereunder, but shall never be less than one.

ARTICLE IX - OFFICERS

The names and addresses of the Officers of this corporation are:

Alex Omes, President, 3550 Biscayne Blvd., Suite 207k Miami, FL 33137

IN WITNESS WHEREOF, the undersigned hereby subscribe and acknowledge these Articles of Incorporation on July 5, 1999.

BB
BRUCE BRAXTON

STATE OF FLORIDA)
) SS
COUNTY OF MIAMI-DADE)

D.L.# - 3623-079-61-310-0

BEFORE ME, the undersigned authority, personally appeared, ALEX OMES and
BRUCE BRAXTON, to me personally known, and who, after being duly sworn, upon
their oaths depose and say they executed the foregoing articles of incorporation freely and
voluntarily for the uses and purposes expressed therein.

WITNESS my signature and official seal at Miami, Miami-Dade County, Florida,
on this July 5, 1999.



FERNANDO KUZNIETZ
Comm. No. CC 580843
My Comm. Exp. Nov. 28, 2000
Bonded thru Pilchard Ins. Agcy.

NOTARY PUBLIC