CAPITAL CONNECTION, INC. 79014

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32362 (850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

Entertainment Management Lesource Group	4000029792641 -09/07/9901029020 *****78.75 ******78.75			
	Art of Inc. File LTD Partnership File			
558 W99-20616	Foreign Corp. File L.C. File Service Mark Trade/Service Mark Merger File Art. of Amend. File RA Resignation Dissolution / Withdrawal Annual Report / Reinstatement Cert. Copy Photo Copy Photo Copy			
Signature Requested by: Date Time Walk-In Will Pick Up	Certificate of Good Standing Certificate of Status Certificate of Fictitious Name Corp Record Search Officer Search Fictitious Search Fictitious Owner Search Vehicle Search Driving Record UCC 1 or 3 File UCC 11 Retrieval Courier			



SECRETARY OF STATE
DIVISION OF CORPORATIONS

FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State

September 7, 1999

CAPITAL CONNECTION, INC. 417 E. VIRGINIA STREET #1 TALLAHASSEE, FL 32302

SUBJECT: ENTERTAINMENT MANAGEMENT RESOURCE GROUP, INC.

(EMERG)

Ref. Number: W99000020616

We have received your document for ENTERTAINMENT MANAGEMENT RESOURCE GROUP, INC. (EMERG). However, the document has not been filed and is being returned for the following:

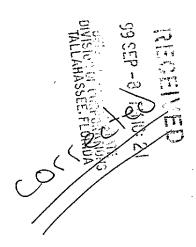
Corporations may file using only the corporate name. Please delete any reference to the "doing business as name" in your document. If you wish to register your fictitious name, you may do so by filing the enclosed application and submitting the appropriate fees to this office.

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) 487-6973.

Claretha Golden Document Specialist

Letter Number: 099A00044203



EFFECTIVE DATE

SECRETARY OF STATE DIVISION OF CORPORATIONS

99 SEP -8 PM 1: 06

ARTICLES OF INCORPORATION

OF

ENTERTAINMENT MANAGEMENT RESOURCE GROUP, INC.

The undersigned hereby executes and acknowledges these Articles of Incorporation for the purpose of forming a corporation in accordance with the laws of the State of Florida.

ARTICLE I

Name and Principal Office

The name of the corporation shall be ENTERTAINMENT MANAGEMENT RESOURCE GROUP, INC. _____. The principal office and mailing address for the corporation shall be 12800 Indian Rocks Road, Suite 5, Largo, Florida 33774.

ARTICLE II

Time of Existence

This corporation shall perpetual existence, commencing from the effective date of SEPTEMBER 1, 1999.

ARTICLE III

Purpose

The general purpose of this corporation shall be to transact any and all lawful business for which corporations may be incorporated under the Florida General Corporation Act.

ARTICLE IV

Capital Stock

This corporation is authorized to issue one hundred (100) shares of common voting stock having a par value of one dollar (\$1.00) per share. All or any part of the capital stock may be paid for in cash, in property, or in labor or services actually

performed for the corporation. All stock shall be fully paid for when issued and shall be nonassessable.

ARTICLE V

Registered Office and Agent

The street address of the initial registered office of this corporation shall be 12800 Indian Rocks Road, Suite 5, Largo, Florida 33774, and the name of its registered agent at such address shall be Dan Eagan.

This corporation may change its registered office or its registered agent or both by filing with the Department of the State of Florida and complying with Section 607.0502, Florida Statutes.

ARTICLE VI

Incorporator

The name and street address of the incorporator of this corporation shall be Dan Eagan, be 12800 Indian Rocks Road, Suite 5, Largo, Florida 33774.

IN WITNESS WHEREOF, the undersigned incorporator has executed these articles of Incorporation this 3rd day of September 1999.

DAN EAGAN, Incorporator

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

99 SEP -8 PM 1:06

CERTIFICATE OF DESIGNATION REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned corporation, organization under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the state of Florida.

	First that <u>ENTERTAINM</u>	ENT MANAGEMENT	RESOURCE GROI	JP, INC.	,	- van. rs
desiring t	o organize under the laws	of the State ofFI	ORIDA	<u> </u>	**	i ann e è .
	rincipal office, as indicated	d in the articles of incor	poration has named	-		 - [1225
located a	12800 INDIAN ROC	KS ROAD, SUITE 5		 		
City of _	LARGO	County of	PINELLAS			
State of F	Torida, as its agent to acce	pt service of process wi	thin this state.			
THE ABO HEREBY CAPACI RELATIO	BEEN NAMED AS RECOVE STATED CORPORA ACCEPT THE APPOIN FY. I FURTHER AGREE NG TO THE PROPER AN AR WITH AND ACCEPT	ATION AT THE PLAC I'MENT AS REGISTEI I'TO COMPLY WITH ID COMPLETE PERFO	E DESIGNATED II RED AGENT AND THE PROVISIONS ORMANCE OF MY	N THIS CERTIFICA AGREE TO ACT I OF ALL STATUTE DUTIES, AND I A	ATE, I N THIS ES M	
		SIGNATURE	Registe	red Agent	· a=	