

TRANSMITTAL LETTER

TO: QUALIFICATION/TAX LIEN SECTION
DIVISION OF CORPORATIONS

800002920729--8
-07/01/99--01049--010
*****236.25 *****78.75

SUBJECT: RICHIE EFFS ENTERTAINMENT, LTD
(Name of corporation - must include suffix)

Dear Sir or Madam:

The enclosed "Certificate of Existence", and check are submitted to register the above referenced corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

SHONA HENRIQUES
(Name of Person)
C/O SHANG RECORDS
(Firm/Company)
404 WASHINGTON AVE, #680
(Address)
MIAMI BEACH, FLA 33139
(City, State and Zip Code)

Should you need to call someone concerning this matter, please call:

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99 OCT -4 PM 3:49
SECRETARY OF STATE
TALLAHASSEE FLORIDA

SHONA HENRIQUES		at (305) 968-7745
Name	(Name of Person)	Area Code & Daytime Telephone Number
Availability		
Document Examiner	10/4/99	
Updater		
Updater Verifier		
Acknowledgement		
W. P. Verifier		

COURIER ADDRESS:
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

MAILING ADDRESS:
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

W99000015325



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

July 1, 1999

SHONA HENRIQUES
C/O SHANG RECORDS
404 WASHINGTON AVE., #680
MIAMI BEACH, FL 33139

SUBJECT: RICHIE EFFS ENTERTAINMENT, LTD.
Ref. Number: W99000015325

We have received your document for RICHIE EFFS ENTERTAINMENT, LTD. 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 corporate name must contain a suffix that will clearly indicate that it is a corporation. Such suffixes include: CORPORATION, CORP., COMPANY, CO., INC., and INCORPORATED.

A certificate of existence, dated no more than 90 days prior to the delivery of the application to the Department of State, duly authenticated by the secretary of state or other official having custody of the records in the jurisdiction under the laws of which it is incorporated/organized, must be submitted to this office. A translation of the certificate under oath of the translator must be attached to a certificate which is in a language other than the English language. A photocopy of this certificate is not acceptable.

Please return 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) 487-6913.

Diane Cushing
Corporate Specialist

Letter Number: 099A00034760

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLES OF INCORPORATION
OF
RICHIE EFFS ENTERTAINMENT, LIMITED INC.

The undersigned, a natural person competent to contract, acting as incorporator of a corporation under the laws of Florida, as amended; adopts the following Articles of Incorporation for such corporation.

ARTICLE I
Name

The name of the corporation is **RICHARD EFFS ENTERTAINMENT, LIMITED**
INC.

ARTICLE II
Duration

The duration of this corporation shall be perpetual, commencing on the date of these Articles are filed in the appropriate office of the State of Florida.

ARTICLE IV
Capitol Stock

The total number of shares of stock which the Corporation shall have the authority to issue is 200 shares of Common Stock, no par value.

ARTICLE V
Initial Registered Office and Registered Agent

The initial registered office of this corporation has a street address of 404 WASHINGTON AVENUE, SUITE 680, MIAMI BEACH FL 33139; and the name of the initial registered agent of this corporation at the street address is Shona Henriques. The street address and the principal office of the corporation is same as the registered office. Shona Henriques shall serve as incorporator of this entity.

ARTICLE VI
Board Of Directors

The number of directors of the corporation shall be three (3). The number of directors may be increased from time to time by an amendment of the bylaws of the corporation. but shall never be less than three (3).

ARTICLE VII
Incorporator

The name and street address of the person signing these Articles of Incorporation as Incorporator are as follows:

RICHARD EFFS - President/Treasurer
404 Washington Avenue
Suite 680
Miami Beach, Fl 33139

FRANK JUMP -Vice President

NICOLA SMITH - Secretary

ARTICLE VIII
Amendment Of Articles

The Article of Incorporation may be amended in the manner provided by law, unless otherwise provided by the Bylaws of the corporation. The corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation.

ARTICLE IX
Indemnification

The corporation is empowered to indemnify any officer or director or any former officer or director, pursuant to the bylaws and to the provisions of applicable laws of the State of Florida.

ARTICLE X
Informal Action Of Directors

If all the directors severally or collectively consent in writing to any action taken or to be taken by the corporation and writings evidencing their consent are filed with the Secretary of the corporation, the action shall be as valid as though it had been authorized at a meeting of the Board of Directors.

ARTICLE XI
Inspection of Accounts and Books

The rights of the shareholders to inspect the books and accounts of this corporation shall be as conferred by the Bylaws, resolutions of the Shareholders, or as required by law.

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 6070501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is: RICHIE EFFS ENTERTAINMENT, LIMITED INC.

2. The name and address of the registered agent and office is:

SHONA HENRIQUES

(NAME)

404 WASHINGTON AVE SUITE 680

MIAMI BEACH, FL 33139

(P.O. Box or Mail Drop Box **NOT** ACCEPTABLE)

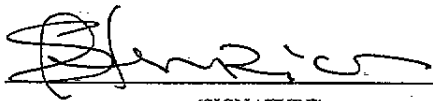
(CITY/STATE/ZIP)

SECRETARY OF STATE
TALLAHASSEE FLORIDA

99 OCT -4 PM 3:49

FILED

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.



(SIGNATURE)

8/9/99

(DATE)