

Charter Number Only

10/27/99

900095025

Requester's Name

Address

City

State

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Phone

REINSTATEMENT ONLY

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-10/28/99--01029--003
*****78.75 *****78.75

CORPORATION(S) NAME

Impact Entertainment Inc.

FILED
99 OCT 28 AM 10:32
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RECEIVED
99 OCT 28 AM 9:46
DEPT. OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

- | | | |
|--|---|---|
| <input checked="" type="checkbox"/> Profit | <input type="checkbox"/> Amendment | <input type="checkbox"/> Merger |
| <input checked="" type="checkbox"/> NonProfit | <input type="checkbox"/> Dissolution | <input type="checkbox"/> Mark |
| <input type="checkbox"/> Foreign | <input type="checkbox"/> Annual Report | <input type="checkbox"/> Other |
| <input type="checkbox"/> Limited Partnership | <input type="checkbox"/> Reservation | <input type="checkbox"/> Change of Registered Agent |
| <input type="checkbox"/> Reinstatement | <input type="checkbox"/> Photo Copies | <input type="checkbox"/> Certificate Under |
| <input checked="" type="checkbox"/> Certified Copy | <input type="checkbox"/> Call If Problem | <input type="checkbox"/> After 4:30 |
| <input type="checkbox"/> Call When Ready | <input type="checkbox"/> Will Wait | <input type="checkbox"/> Mail |
| <input checked="" type="checkbox"/> Walk In | <input checked="" type="checkbox"/> Pick Up | |

Name
Availability
Document
Examiner
Updater
Verifier
Acknowledgment
W.P. Verifier

Certified
copy

Empire Toll Free: 1-800-432-3028

ARTICLES OF INCORPORATION
of
IMPACT ENTERTAINMENT INC.

FILED
99 OCT 28 AM 10:32
SECRETARY OF STATE
TALLAHASSEE FLORIDA

We, the undersigned, have executed the following document as incorporator of the above named corporation organized under the laws of the State of Florida, and all rights, duties and obligations of the undersigned as incorporator, and those of the corporation, are to be determined in accordance with the laws of the State of Florida.

ARTICLE I - NAME

The name of this corporation is **IMPACT ENTERTAINMENT INC.**

ARTICLE II - DURATION

This corporation shall have perpetual existence commencing of the date of the filing of these Articles with the Department of State.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue Kenneth John Brookes Sr., In Trust for Kenneth John Brookes Jr., 100 shares of \$1.00 par value common stock which shall be designated as "Common Shares."

ARTICLE V - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation shall have

the right to purchase his prorata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI INITIAL PRINCIPAL OFFICE AN AGENT

The street address of the initial principal office of this corporation is 315 Almeria Road #225 West Palm Beach 33405, and the name of the initial registered agent of this corporation at that address is KENNETH JOHN BROOKES SR.

ARTICLE VII - BOARD OF DIRECTORS

This corporation shall have 2 Director constituting the initial Board of Directors. The number of Directors may be either increased or decreased from time to time by the Bylaws. The names and addresses for the initial Board of Directors of this corporation are:

Name: KENNETH JOHN BROOKES SR.
Title: PRESIDENT
Address: 315 ALMERIA ROAD # 225
WEST PALM BEACH FL 33405

Name: KENNETH JOHN BROOKES JR.
Title: VICE PRESIDENT
Address: 19355 TURNBERRY WAY # 25 C
AVENTURA FL 33180

ARTICLE VIII - INCORPORATORS

The name and address of each person signing these Articles is:

Name: KENNETH JOHN BROOKES SR.
Address: 315 ALMERIA ROAD # 225
WEST PALM BEACH FL 33405

Name: KENNETH JOHN BROOKES
Address: 19355 TURNBERRY WAY # 25 C
AVENTURA FL 33180

ARTICLE IX - INDEMNIFICATION

This corporation shall indemnify any officer or director to the full extent permitted by law.

ARTICLE X AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of incorporation this 21, day of OCTOBER 1999.


KENNETH JOHN BROOKES SR.


KENNETH JOHN BROOKES JR.

STATE OF FLORIDA)

COUNTY OF PALM BEACH)

Before me, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared KENNETH JOHN BROOKES SR., who proved to me by

identification that he is the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed such Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the State of Florida and County of Palm Beach FL aforesaid, this 21, day of OCTOBER 1999.

My commission expires November 29, 2001.

(Seal)



My Commission CC697057
Expires November 29, 2001



Notary Public
State of Florida at Large

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT
UPON WHOM PROCESS MAY BE SERVED**

IN COMPLIANCE WITH SECTION 48-091, FLORIDA STATUTES, THE
FOLLOWING IS SUBMITTED:

FIRST THAT **IMPACT ENTERTAINMENT INC.** DESIRING TO ORGANIZE OR
QUALIFY UNDER THE STATE OF FLORIDA, WITH ITS PRINCIPAL PLACE OF
BUSINESS AT 315 ALMERIA ROAD # 225, WEST PALM BEACH FL 33405 HAS NAMED
KENNETH JOHN BROOKES OF 315 ALMERIA ROAD # 225 WEST PALM BEACH FL
33405, AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

SIGNATURE


PRESIDENT/KENNETH JOHN ROBERT SR.

DATED: OCTOBER 21, 1999

FILED
99 OCT 28 AM 10:32
SECRETARY OF STATE
TALLAHASSEE FLORIDA