

PA8000081884

THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 967608 7165177

AUTHORIZATION :

Patricia Pignatelli

COST LIMIT : \$ 70.00

ORDER DATE : September 18, 1998

ORDER TIME : 9:43 AM

ORDER NO. : 967608-005

CUSTOMER NO: 7165177

CUSTOMER: Mr. A J Sunday-bagbi
MR. A J SUNDAY-BAGBI

700002644927--5

Suite 250
369 South Doheny Drive
Beverly Hills, CA 90211

DOMESTIC FILING

NAME: EDISUN GROUP PRODUCTIONS, INC.

EFFECTIVE DATE:

ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

- CERTIFIED COPY
- PLAIN STAMPED COPY
- CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Cassandra Bryant

EXAMINER'S INITIALS:

Patricia Pignatelli

RECEIVED
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98 SEP 21 AM 1:14
DIVISION OF CORPORATION

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 SEP 21 AM 9:16

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ARTICLES OF INCORPORATION
OF
EDISUN GROUP PRODUCTIONS, INC.

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

EDISUN GROUP PRODUCTIONS, INC.

The address of the principal office of this corporation shall be 369 South Doheny Drive, Suite 250, Beverly Hills, California 90211, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business 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 1,500 shares of common stock having no par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 1201 Hays Street, Tallahassee, Florida 32301, and the name of the initial registered agent of the corporation at that address is Corporation Service Company.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have three Directors, initially. The names and addresses of the initial members of the Board of Directors are:

AJ Sunday-Bagbi Dir.	369 South Doheny Drive, Suite 250, Beverly Hills, California 90211
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Cheryl Young Dir.	369 South Doheny Drive, Suite 250, Beverly Hills, California 90211
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Christopher J. Johnson Dir.	369 South Doheny Drive, Suite 250, Beverly Hills, California 90211
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FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

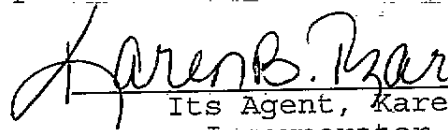
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ARTICLE VII. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation:

The Company Corporation
1013 Centre Road
Wilmington, Delaware 19805

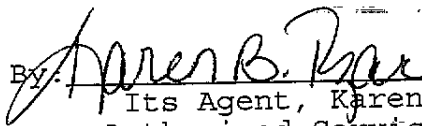
The undersigned incorporator has executed these Articles of Incorporation on September 21, 1998.



Its Agent, Karen B. Rozar
Incorporator

ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF INCORPORATION

Corporation Service Company, a Delaware corporation authorized to transact business in this State, having a business office identical with the registered office of the corporation named above, 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.

By: 

Its Agent, Karen B. Rozar
Authorized Service Representative
Corporation Service Company

TAP/CASSANDRA BRYANT