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ATTORNEYS AT LAW

SIDERY M. MODELN

OF COUMBRI

GART A. BODEIN MARTIN I. BODEIN 1091 1988 DAIRY ROLD
SULTE 928
HIARI, PLORIDA 93179

THEAPPENEL (305) 655-0721 THEAPPENEL (305) 651-3732

May 17, 1996

SECRETARY OF STATE
DIVISION OF CORPORATIONS
P.O. Box 6327
Tallahassee, Florida 32314

600001831196 -05/21/96--01020--009 *****70.00 *****70.00

ATTENTION: DIVISION OF CORPORATIONS

Re: GLOBAL OPTOKINETIC ARTISTS LEAGUE, INC.

Ladies and Gentlemen:

I am enclosing herewith proposed Articles of Incorporation for the corporation above-named, together with my trust account check in the amount of \$70.00 to cover cost of filing and designation of registered agent.

I trust that you will find the documentation in order and I thank you for your usual kind attention and cooperation.

Sincerely yours,

Sidney M./Bodzii

SMB:rmd Enclosures (2)

ARTICLES OF INCORPORATION

GLOBAL OPTOKINETIC ARTISTS LEAGUE, INC.



THIS IS TO CERTIFY that we, the undersigned, for the purpose of forming a corporation under the provisions of Florida Statutes 1995, Chapter 607, and statutes amendatory thereof and supplementary thereto, do hereby make, subscribe, acknowledge and file these Articles of Incorporation, and we do certify that:

The name of the corporation is:

GLOBAL OPTOKINETIC ARTISTS LEAGUE, INC.

2. The major purpose of the corporation will be to engage in the business of creating and selling multi-dimensional paintings displaying 3-D techniques of holographic art forms and related entities. In addition, the general nature of the business transacted shall be:

To engage in any one or more of the businesses and to exercise any or all the powers authorized and permitted by the said Statutes to corporations formed thereunder.

Further, and not by way of limitation of the preceding paragraph, to enter into and perform contracts of every kind and nature; to act as agent and representative of other persons and corporations; to own, buy, sell, mortgage or lease real and personal property of every kind and nature and wheresoever situate.

- The amount of capital stock authorized shall be FIVE THOUSAND (5,000) shares of Common Stock at a par value of ONE (\$1.00) DOLLAR per share.
- The corporation shall commence business with not less than FIVE HUNDRED (\$500.00) DOLLARS in cash.
 - 5. The corporation shall have perpetual existence.
- The post office address of the principal office of the corporation shall be:

1301 Northeast 146th Street North Miami, Florida

- 7. There shall be three (3) directors initially. The number of directors may be changed by a majority vote of the directors then in power.
- The name and post office address of the members of the first Board of Directors, and the Officers, who, subject to the By-Laws of this corporation, shall hold office for the first year of existence of this corporation or until their successors are elected or appointed and have qualified, are:

ANTHONY VILLATE

President and Director

1301 Northeast 146th Street

North Miami, Florida 33161

Vice-President and Director

VANIA R. VILLATE 1301 Northeast 146th Street North Miami, Florida

GLADYS D. VILLATE 1301 Northeast 146th Street North Miami, Florida 33161 Secretary, Treasurer and Diractor

9. The name and post office address of the subscribers to these Articles of Incorporation, and a statement of the number of shares of stock which each agrees to take and the value of the consideration therefor, are as follows:

NAME	<u>ADDRESS</u>	SHARES	AHOUNT
ANTHONY VILLATE	Same as above	255	\$255.00
VANIA R. VILLATE	Same as above	120	\$120.00
GLADYS D. VILLATE	Same as above	125	\$125.00

- 10. The corporation designates as its registered office the office of BODZIN & BODZIN, Attorneys at Law, Suite 228, 1031 Ives Dairy Road, Miami, Florida 33179 and SIDNEY M. BODZIN as its registered agent, and he does hereby accept to act in this capacity, and agrees to comply with the provisions of the Statute relative to keeping open said office at the above address.
- 11. The private property of the stockholders, officers and directors shall not be subject to the payment of the obligations of the corporation to any extent.

IN WITNESS WHEREOF, we have hereunto set our hands and seals at Miami, Florida, this 17th day of May, 1996.

Authory Villata [SEAL]
ANTHONY VILLATE
Incorporator/Subscriber

VANIA R. VILLATE [SEAL]

Incorporator/Subscriber

GLADYS D. VILLATE (SEAL)

Incorporator/Subscriber

STATE OF FLORIDA

: :

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COUNTY OF DADE

ON THIS DAY, before me, an officer duly authorized to administer oaths and take acknowledgments, personally appeared ANTHONY VILLATE, VANIA R. VILLATE and GLADYS D. VILLATE, to me known to be the persons described as subscribers in, and who executed the foregoing Articles of Incorporation, and, after taking an oath, acknowledged before me that they subscribed to said Articles of Incorporation.

SWORN TO AND SUBSCRIBED before me the 17th day of May,

1996. Silver) Body

NOTARY PUBLIC, State of Florida

at Large My Commission Expires:

NOTARY PUTLIC, STATE OF FLOHIDA SERVEY M. BODZIN CONVITEION NO. CC222283 MY COLUMBICIAL EXPLES AUG. 18, 1996 I am familiar with and accept the duties and responsibilities as registered agent for GLOBAL OPTOKINETIC ARTISTS LEAGUE, INC.

SIDNEY M. BODZIN, Registated Agent