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Office Use Only

CORPORATION NAME(S)	& DOCUMENT NUMBER(S).	(if known):
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ARTICLES OF INCORPORATION OF

SECRETARY OF STATE TALLAHASSEE, FLORIDA

CHARLOU VIDEO FONTAINEBLEAU, INC.

We, the undersigned, all of whom are of legal age, do hereby associate ourselves for the purpose of becoming a corporation under the laws of the State of Florida authorizing the formation of corporations.

ARTICLE I

The name of this corporation shall be:

CHARLOU VIDEO FONTAINEBLEAU, INC.

ARTICLE II

The purpose is to engage in any activities or business permitted under the laws of the United State of Florida.

ARTICLE III

It shall have the authority to issue 100 shares of stock, all of one class, with \$6.00 par value.

ARTICLE IV

The corporation shall begin with \$600.00 capital.

ARTICLE V

The period of its duration is perpetual.

ARTICLE VI

The address of its principal office is: 9630 FONTAINEBLEAU BLVD. MIAMI, FL 33172

ARTICLE VII

The number of directors constituting its initial Board of Directors is whose name(s) and address(ϵ .' is(are):

ROSANNA SEGURA 9630 FONTAINEBLEAU BLVD. MIAMI, FL. 33172 (305) 551-1940

ARTICLE VIII

The name and address of the subscriber is:

ROBANNA BEGURA 9630 FONTAINEBLEAU BLVD., MIAMI, FL. 33172

ARTICLE IX

Permanent agent and address for the corporation is:

AKEEM WILSON 9630 FONTAINEBLEAU BLVD., MIAMI, FL. 33172

ARTICLE X

Shareholders shall be entitled to preemptive rights.

ROSANA SEGURA

Dated: June 8 96

STATE OF FLORIDA

COUNTY OF DADE

BEFORE ME, the undersigned authority personally appeared Rosaukh Secured who is we ____ who is well known to me to be the person described in and who subscribed the above Articles of Incorporation, and he freely and voluntarily acknowledges before me according to law that he made and subscribed the same for the purposes therein mentioned and set forth. IN WITNESS WHEREOF, I have hereunto set my hand and seal at Dade County, Florida, this day of Tone, 199.

Notary Public, State of Florida

My commission expires:

96 JUN 24 PM 2:17

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE/MEDALWIGHT LORIDA 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 CHARLOU VIDEO FONTAINEBLEAU, INC. DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS PRINCIPAL PLACE OF BUSINESS AT CITY OF MIAMI, STATE OF FLORIDA HAS NAMED AKEEM WILSON AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

Signature 708 and Signature Signature

Title PRESIDENT

Date 6. 2 - 76

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES.

Signature Akeem Wilson

ALLEM WILSON

Date 6-8-96