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Florida Department of State
Division of Corporations
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TALLAHASSEE, FLORIDA

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To: Division of Corporations
Fax Number : (850) 922-4001

From: Account Name : FAS-T CORP. AGENTS, INC.
Account Number : 071001002335
Phone : (305) 599-0839
Fax Number : (305) 716-0346

FLORIDA PROFIT CORPORATION OR P.A.

ZION STUDIO, INC.

Certificate of Status	0
Certified Copy	1
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F. CHESSON

AUG 2 2000

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ARTICLES OF INCORPORATION

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of incorporation.

ARTICLE I NAME

The name of the corporation shall be: ZION STUDIO, INC.

ARTICLE II PRINCIPAL RESIDENCE

The principal place of business and mailing address of this corporation shall be:
201 FLORIDA BLVD.
MIAMI, FL 33144

ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

1000 SHARES AT ONE DOLLAR PER VALUE

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

DAVID R. GARCIA
201 FLORIDA BLVD.
MIAMI, FL 33144

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TALLAHASSEE, FLORIDA

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ARTICLE V INCORPORATOR(S)

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is(are):

DAVID R. GARCIA
201 FLORIDA BLVD.
MIAMI, FL 33144

ARGELIO J. FERIA
5411 NW 3RD STREET
MIAMI, FL 33126

ARTICLE VI DIRECTOR(S)

The name(s) and street address(es) of the director(s) to these Articles of Incorporation is (are):

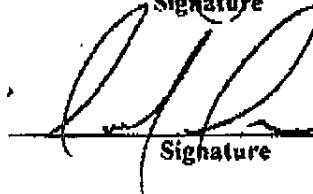
PRESIDENT/DIRECTOR
DAVID R. GARCIA
201 FLORIDA BLVD
MIAMI, FL 33144

VICE-PRESIDENT /DIRECTOR
ARGELIO J. FERIA
5411 NW 3RD STREET
MIAMI, FL 33126

The undersigned incorporator(s) has(have) executed these Articles of Incorporation this 1ST day of AUGUST, 2000.



Signature



Signature

Signature

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of sections 607.0501 or 617.0501, Florida Statutes, the undersigned corporation, organized under laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

The name of the corporation is: ZION STUDIO, INC.

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

DAVID R. GARCIA
(Name)

201 FLORIDA BLVD.

(P.O. Box not acceptable)
MIAMI, FL. 33144

(City/State/Zip)

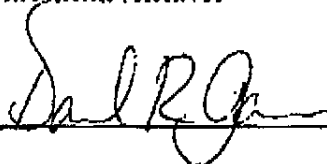
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HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE 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



DATE

8/1/00