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TRANSMITTAL LETTER

TO: QUALIFICATION/TAX LIEN SECTION
DIVISION OF CORPORATIONS

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-06/08/95--01002--003
*****70.00 *****70.00

SUBJECT: AMERICAN TELEVISION NETWORK, INC.
(Name of corporation - must include suffix)

W95-11734

Dear Sir or Madam:

The enclosed "Application by Foreign Corporation for Authorization to Transact Business in Florida", "Certificate of Existence", and check are submitted to register the above referenced foreign corporation to transact business in Florida.

Please return all correspondence concerning this matter to the following:

CHARLES BUTERA

(Name of Person)

AMERICAN TELEVISION NETWORK, INC.

(Firm/Company)

904 Gardenia Dr.

(Address)

Delray Beach, Florida 33483

(City, State and Zip Code)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Should you need to call someone concerning this matter, please call:

CHARLES BUTERA or

MARCELLA M. ELLIOTT

(Name of Person)

at (904) 793-6065

Area Code & Daytime Telephone Number

[Handwritten signature]

COURIER ADDRESS:

Qualification/Tax Lien Sec.
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

MAILING ADDRESS:

Qualification/Tax Lien Sec.
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

**APPLICATION BY FOREIGN CORPORATION FOR AUTHORIZATION TO
TRANSACT BUSINESS IN FLORIDA**

**IN COMPLIANCE WITH SECTION 607.1503, FLORIDA STATUTES, THE FOLLOWING IS
SUBMITTED TO REGISTER A FOREIGN CORPORATION TO TRANSACT BUSINESS IN THE
STATE OF FLORIDA:**

1. AMERICAN TELEVISION NETWORK, INC.
(Name of corporation: must include the word "INCORPORATED", "COMPANY", "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present.)

2. NEVADA 3. 33-0265191
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. 4-2--87 5. Perpetual
(Date of Incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. April 1, 1995
(Date first transacted business in Florida. (See sections 607.1501, 607.1502, and 817.155, F.S.))

7. 904 Gardenia Dr.
Delray Beach, Florida 33483
(Current mailing address)

8. To engage in any lawful activity
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)

9. Name and street address of Florida registered agent:

Name: Charles Butera
Office Address: 904 Gardenia Dr.
Delray Beach, , Florida , 33483
(Zip Code)

10. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, 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 relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.


(Registered agent's signature)

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

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12. Names and addresses of officers and/or directors: (Street address ONLY- P. O. Box NOT acceptable)

A. DIRECTORS (Street address only- P. O. Box NOT acceptable)

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: CHARLES BUTERA

Address: 904 Gardenia Dr., Delray Beach, Florida 33483

Director: CHARLES COHEN

Address: 904 Gardenia Dr., Delray Beach, Florida 33483

B. OFFICERS (Street address only- P. O. Box NOT acceptable)

President: CHARLES BUTERA

Address: 904 Gardenia Dr., Delray Beach, Florida 33483

Vice President: _____

Address: _____

Secretary: CHARLES Butera

Address: 904 Gardenia Dr., Delray Beach, Florida 33483

Treasurer: _____

Address: _____

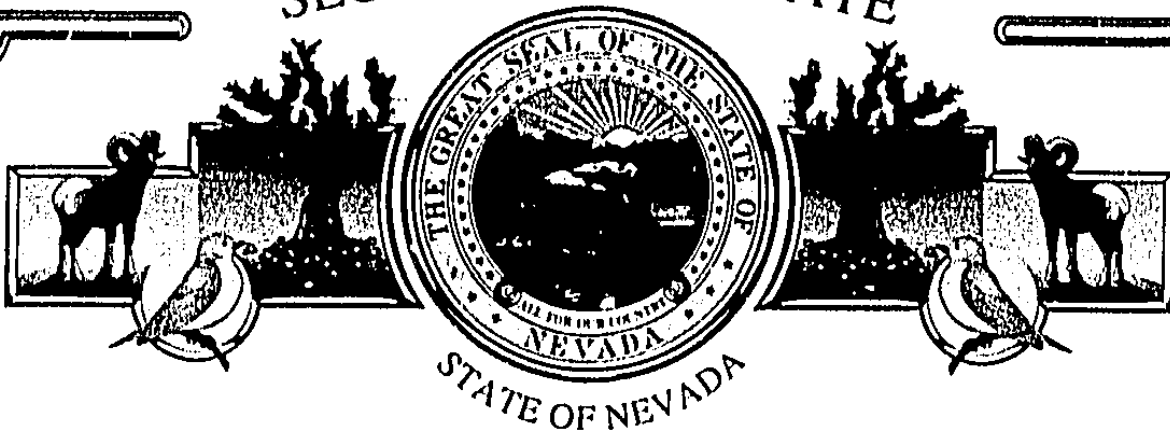
NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. *Charles Butera*
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. CHARLES BUTERA, President
(Typed or printed name and capacity of person signing application)

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TALLAHASSEE, FLORIDA

SECRETARY OF STATE



CERTIFICATE OF CORPORATE EXISTENCE (EXCLUDING AMENDMENTS)

I, DEAN HELLER, the duly elected and qualified Nevada Secretary of State, do hereby certify that I am, by the laws of said State, the custodian of the records relating to corporations organized under the laws thereof; the revocation of their corporate charters, and their right to transact and carry on their corporate business; and am the proper officer to execute this certificate.

I further certify that, at the date of this certificate, **AMERICAN TELEVISION NETWORKS, INC.** is a corporation duly organized and existing under and by virtue of the laws of the State of Nevada, having fully complied therewith, is entitled to exercise therein all the corporate powers and functions recited in its charter or articles of incorporation, and is in good standing in this State.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the Great Seal of State, at my office in Carson City, Nevada, this 11th day of July, 1995.



Dean Heller

Secretary of State

By

Lisa Rojas

Certification Clerk

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55 JUL 28 1995
SECRETARY OF STATE
TALLAHASSEE, FLORIDA