Sent By: Steinberg & Yaffe, P.A.;

305 538 0419;

Mar-24-00 10:43AM;

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Division of Corporations

Florida Department of State

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From:

: STEINBERG & YAFFE, P.A. Account Name

Account Number: 119980000080 Phone: (305)538-2344 Fax Number

(305)538-0419

FLORIDA PROFIT CORPORATION OR P.A.

Kondor Film Production and Distribution, Inc.

Certificate of Status	0
Certified Copy	1
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ARTICLES OF INCORPORATION

OF

KONDOR FILM PRODUCTION, INC.

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I. Name

The name of the corporation shall be:

KONDOR FILM PRODUCTION, INC.

ARTICLE II. Nature of Business

This corporation may engage or transact in any or all lawful activities or businesses 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 100 shares of common stock having \$5 par value. The corporation will begin business with like this in capital. The proceeds of stock subscribed for will be at least as much as the amount necessary to begin business.

ARTICLE IV. Principal Place of Business

The street address of the initial principal place of business of the corporation shall be Patrick Klein c/o French American Chamber of Commerce, 1200 Anastiasia Avenue, Suite Sent By: Steinberg & Yaffe, P.A.;

305 538 0419;

Mar-24-00 10:43AM;

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280, Coral Gables, Florida 33134, or such other location as the Board of Directors may designate.

ARTICLE V. Term of Existence

This corporation shall exist perpetually.

ARTICLE VI. Initial Board of Directors

This corporation shall have ONE director initially. The number of directors may be either increased or diminished from time to time as provided in the bylaws but shall never be less than one.

ARTICLE VII. Subscriber

The name and street address of the subscriber of this corporation is:

Arnaud De Saint-Lager 767 Arthur Godfrey Road Miami Beach, Florida 33140-3413

ARTICLE VIII. Officers

The name and street address of the officers of this corporation is:

Patrick Klein 35 rue de la Harpe 75005 Paris, France

CEO/Director

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Mar-24-00 10:43AM;

ARTICLE VIII. Registered Office & Registered Agent

The street address of the initial registered office of this corporation is 767 Arthur Godfrey Road, Miami Beach, Florida 33140-3413, and the name of the initial registered agent of this corporation at that address is Richard L. Steinberg, Esq..

IN WITNESS WHEREOF, the undersigned has made and subscribed to these Articles of Incorporation at Miami Beach, Dade County, Florida, for the uses and purposes aforesaid, this County of March 2000.

Arnaud De Saint-Lager Subscriber

STATE OF FLORIDA)
)ss:
COUNTY OF DADE)

BEFORE ME, the undersigned authority, personally appeared **Arnaud De Saint-Lager**, known to me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed said instrument for the purposes therein stated.

and State aforesaid this 24 day of March, 2000.

Richard L Steinberg

My Commission CC807126

Expires February 7, 2003

NOTARY PUBLIC
State of Florida at Large

Mar-24-00 10:44AM;

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ACCEPTANCE BY REGISTERED AGENT

Having been named as registered agent and to accept service of process for KONDOR FILM PRODUCTION, INC., I hereby accept the appointment as registered agent and agree to act in this capacity and to comply with the provisions of these Articles. I further agree to comply with the provisions of all statues 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.

Dated this Z day of March 2000.

Richard L. Steinberg, Esq. Registered Agent

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