SLUNETARY OF STATE TALLAHASSEE, FLORIDA

BAYSIDE OFFICE CENTER 141 NORTHEAST 3RD AVENUE SUITE 601

Miami, Florida 33132 TELEPHONE (305) 358-7880 FAX (305) 358-7191

May 3, 2000

Secretary of State Division of Corporations P.O. Box 6327 Tallahassee, Florida 32314

Re:

ZULU PICTURES, INC. Our File No. 1006-99

Dear Sir/Madam:

Enclosed please find an original and one copy of Articles of Incorporation of the above referenced corporation, together with our check in the sum of \$78.75 representing the filing fee and certified copy fee on same.

Should you have any questions, please feel free to call this office.

Very truly yours,

MANUEL DINER, P.A.

Manuel Diner, Esq.

MD/da Enclosure

holomaster corp./art.

ARTICLES OF INCORPORATION OF ZULU PICTURES, INC.

FILED 00 MAY -8 PM 12: 20

SEUNETARY OF STATE TALLAHASSEE, FLORIDA

ARTICLE I. NAME AND ADDRESS OF CORPORATION

The name of this corporation is: ZULU PICTURES, INC.
The Corporation's principal office and mailing address is:
16485 Collins Avenue, #2135
Sunny Isles, Florida 33160

ARTICLE II. NATURE OF CORPORATION BUSINESS

The Corporation may engage in or transact any or all activity or business permitted under the laws of the United States and of the State of Florida.

<u>ARTICLE III.</u> <u>CAPITAL STOCK</u>

The Corporation is authorized to issue and have outstanding at any one time an aggregate number of 7,500 shares of one class of common stock having a par value of \$1.00 per share. The consideration to be paid for each share of stock shall be fixed by the Board of Directors.

ARTICLE IV. PREEMPTIVE RIGHTS

All shareholders of the Corporation shall be vested with full preemptive rights.

ARTICLE V. INITIAL REGISTERED AGENT AND INITIAL REGISTERED OFFICE

The initial Registered Agent and Registered Office of the corporation in the State of Florida shall be:

INITIAL REGISTERED AGENT:

Manuel Diner

INITIAL REGISTERED OFFICE:

141 N.E. 3rd Avenue, Suite 601

Miami, Florida 33132

ACKNOWLEDGMENT AND CONSENT OF REGISTERED AGENT

Having been named Initial Registered Agent to accept service of process on the Corporation at the Initial Registered Office designated in these Articles of Incorporation, I hereby accept such

status and consent to act in this capacity and agree to comply with all the requirements of law pertaining thereto.

Manuel Diner, REGISTERED AGENT

<u>ARTICLE VI.</u> <u>INITIAL BOARD OF DIRECTORS</u>

The initial Board of Directors of the Corporation shall consists of two Directors, who shall be:

Michel Martin, 16485 Collins Avenue, #2135, Sunny Isles, Florida 33160.

Miguel Angel Fernandez, 2960 SW 78th Avenue, Miami, Florida 33155.

ARTICLE VII INITIAL INCORPORATOR

The name and address of the initial Incorporator executing these Articles of Incorporation

Manuel Diner

141 NE 3rd Avenue, Suite 601, Miami, Florida 33132

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Notary Public, State of Florida

Print Name: MRIDAD FL RACIPA

My Commission Expires:

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