

MACARENA BIANCHI
8630 Byron Avenue # 4A
Miami Beach, FL 33141
305 803 8110

June 23, 2000

VIA OVERNIGHT MAIL

Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, FL 32399

Subject: UBER PRODUCTIONS, INC.

Enclosed please find an original and one copy of the Articles of Incorporation of UBER PRODUCTIONS, INC. and a check for \$ 70.00 covering the filing fee and registered agent fee.

Please expedite the filing and return the stamped copies in the enclosed self addressed envelope to:

MACARENA BIANCHI
8630 Byron Avenue # 4A
Miami Beach, FL 33141
Tel. 305 867 3373

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-06/26/00--01088--005
*****70.00 *****70.00

Sincerely,



Macarena Bianchi

FILED
00 JUN 29 PM 3:29
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1/22 6/29

W-15681



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

June 20, 2000

RAUL A PUIG, ESQ
9200 S DADELAND BLVD, STE 710
MIAMI, FL 33156

SUBJECT: UBER PRODUCTIONS, INC.
Ref. Number: W00000015681

We have received your document for UBER PRODUCTIONS, INC.. However, upon receipt of your document no check was enclosed. Please send a check or money order payable to the Department of State.

Your document will be retained in our pending file.

The corporate filing fees for profit and nonprofit, domestic or foreign are as follows:

Filing Fees	\$35.00
Registered Agent Designation	\$35.00
Certified Copy	\$8.75
Certificate of Status	\$8.75

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6924.

Kimberly Rolfe
Corporate Specialist Supervisor

Letter Number: 200A00035027

ARTICLES OF INCORPORATION

OF

UBER PRODUCTIONS, INC.

FILED
00 JUN 29 PM 3:29
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator, for the purpose of forming a corporation for profit under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation:

ARTICLE I

Name

The name of the corporation is:

UBER PRODUCTIONS, INC.

ARTICLE II

Existence

The corporation's existence shall commence upon the filing of these Articles of Incorporation.

ARTICLE III

Purpose

The corporation is organized for the purpose of transacting any and all lawful business for which corporations may be formed under the Florida Business Corporation Act, and all amendments and supplements thereto, or any law enacted to take the place thereof (collectively, the "Act").

ARTICLE IV

Authorized Capital

The corporation is authorized to issue One Thousand (1000) shares of common stock, with a par value of \$1.00 per share.

ARTICLE V

Address

The address of the principal office of the corporation, and its mailing address, is 8630 Byron Avenue, #4A, Miami Beach, Florida 33141.

ARTICLE VI

Registered Office and Agent

The street address of the corporation's initial registered office is 8630 Byron Avenue, #4A, Miami Beach, Florida 33141. The name of the initial registered agent at such office is Macarena Bianchi.

ARTICLE VII

Indemnification

(a) The corporation shall indemnify, or advance expenses to, to the fullest extent authorized or permitted by the Act, any person made, or threatened to be made, a party to any action, suit or proceeding by reason of the fact that such person: (i) is or was a director of the corporation; (ii) is or was an officer of the corporation, provided that such person is or was at the time a director of the corporation; or (iii) is or was serving at the request of the corporation as a director, officer, agent or employee of another corporation, partnership, joint venture, trust or other enterprise, provided that such person is or was at the time a director of the corporation.

(b) Except for those persons entitled to indemnification pursuant to subparagraph (a) of this Article VII, the Board of Directors of the corporation shall have, unless otherwise expressly prohibited by the Act, the sole and exclusive discretion, on such terms and conditions as it shall determine, to indemnify, or advance expenses to, any person made, or threatened to be made, a party to any action, suit or proceeding by reason of the fact that such person is or was an officer, employee or agent of the corporation, or is or was serving at the request of the corporation as a director, officer, employee or agent of another corporation, partnership, joint venture, trust or other enterprise.

(c) Except for those persons entitled to indemnification pursuant to subparagraph (a) of this Article VII, no person may apply for indemnification or advancement of expenses to any court of competent jurisdiction.

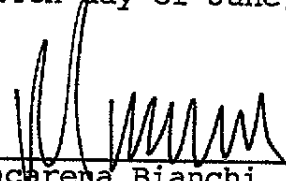
ARTICLE VIII

Incorporator

(a) The name and address of the incorporator of the corporation are: Macarena Bianchi, 8630 Byron Avenue, #4A, Miami Beach, Florida 33141.

shall have all the rights and powers of a shareholder, including, without limitation, the power to elect a Board of Directors. The Board of Directors shall be elected as soon as convenient after filing these Articles.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 14th day of June, 2000.



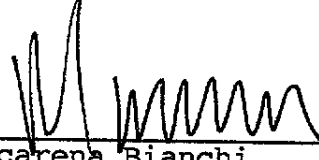
Macarena Bianchi

ACCEPTANCE OF APPOINTMENT

AS

REGISTERED AGENT

I hereby accept the appointment as registered agent contained in the foregoing Articles of Incorporation and state that I am familiar with, and accept, the obligations set forth in Sections 48.091 (2) and 607.0505 of Florida Statutes.



Macarena Bianchi

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00 JUN 29 PM 3:29
SECRETARY OF STATE
TALLAHASSEE, FLORIDA