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Florida Department of State

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To:

Division of Corporations

Fax Number : (850)922-4001

Account Name

: FAS-T CORP, AGENTS, INC.

Account Number: 071001002335 Phone

Fax Number

: (305)599-0839 : (305)716-0346

FLORIDA PROFIT CORPORATION OR P.A.

SPECTRUM ENTERTAINMENT, INC.

| Certificate of Status | 0 |
|-----------------------|---------|
| Certified Copy | 1 |
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Corporate Filing

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B. McKnight **JUL** 1 7 2000

Articles of Incorporation of SPECTRUM ENTERTAINMENT, INC.

Article I. Name

The name of this Florida corporation is: SPECTRUM ENTERTAINMENT, INC.

Article II Address

The mailing address of the Corporation is:

SPECTRUM ENTERTAINMENT, INC. 2970 W. TRADE AVENUE COCONUT GROVE, FL 33133

Article III. Capital Stock

The Corporation shall have the authority to issue 100 shares of common stock, par value \$1,00 per share.

Article IV. Registered Agent

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

REYNALDO PEREZ 2970 W. TRADE AVENUE COCONUT GROVE, FL 33133

Article V. Board of Directors

The affairs of the Corporation shall be managed by a Board of Directors consisting of no less than one director. The number of directors may be increased or decreased from time to time in accordance with the Bylaws of the Corporation. The election of directors shall be done in accordance with the Bylaws. The directors shall be protected from liability to the fullest extent permitted by law. The name of each initial member of the Corporation's Board of Directors are:

Raynaldo Perez - 2970 W. Trade Ave., Coconut Grove, FL 33133

Prepared by:
Barreras & Rachlin, P.A., 11120 N. Kendail Dr., #201, Miami, FL 33176
(305)270-2040

DIVISION OF CORPORATION

Article VI.

The corporation shall have perpetual existence and may engage in any and all business permitted under the laws of the State of Florida and the United States.

Article VII. Incorporator

The name and address of the incorporator is:

REYNALDO PEREZ 2970 W. TRADE AVENUE COCONUT GROVE, FL 33133

Article VIII. Corporate Existence

The corporate existence of the Corporation shall be effective upon filing.

The authorized representative of the incorporator executed the Articles of Incorporation on June 23, 2000

REYNALDO PEREZ

President

CERTIFICATE OF DESIGNATION REGISTERED AGENT/REGISTERED OFFICE

CORPORATION: SPECTRUM ENTERTAINMENT, INC.

REGISTERED AGENT: REYNALDO PEREZ 2970 W. TRADE AVENUE COCONUT GROVE, FL 33133

I agree to act as registered agent to accept service of process for the corporation named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.

REYNALDO PEREZ

Registered Agent