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ULTIMATE VDO PRODUCTIONS, INC.
16591 ROYAL POINCIANA DRIVE
WESTON, FL. 33326

FILED
00 AUG -7 PM 12:42
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

August 1, 2000

SECRETARY OF STATE
CORPORATION DIVISION
STATE OF FLORIDA
TALLAHASSEE, FLORIDA 32304

RE: ULTIMATE VDO PRODUCTIONS, INC.
16591 ROYAL POINCIANA DRIVE
WESTON, FL. 33326

700003347627--9
-08/07/00--01106--014
122.50 **78.75

Sir/Madam:

Enclosed herewith are the Articles of Incorporation together with a copy of said Articles for ULTIMATE VDO PRODUCTIONS, INC. and our check in the amount of \$122.50 as follows:

Registered Copy	\$ 35.00
Filing	\$ 35.00
Registered Agent	<u>\$ 37.50</u>
	\$122.50

Respectfully Submitted:


OSWALDO E. MARTINEZ

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

ULTIMATE VDO PRODUCTIONS, INC.

The undersigned incorporator(s) to these Articles of Incorporation, natural person(s) competent to contract, hereby form a corporation under the laws of the State of Florida.

ARTICLE I - CORPORATE NAME

The name of the corporation is:

ULTIMATE VDO PRODUCTIONS, INC.

ARTICLE II - DURATION

This corporation shall exist perpetually unless dissolved according to Florida Law.

ARTICLE III - PURPOSE

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue one hundred (100) shares of one dollar (\$1.00) par value Common Stock, which shall be designated "Common Shares."

ARTICLE V - INITIAL REGISTERED OFFICE

The initial office will be:

16591 ROYAL POINCIANA DRIVE
WESTON, FL. 33326

The principal office and the registered office 16591 ROYAL POINCIANA DRIVE are the same.

ARTICLE VI - INITIAL REGISTERED AGENT

The name and street address of the Initial Registered Agent of this corporation is:

OSWALDO E. MARTINEZ
16591 ROYAL POINCIANA DRIVE
WESTON, FL. 33326

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have two (2) directors initially. The number of directors may be either increased or diminished from time to time by the by-laws, but shall never be less than one (1). The name and address of the initial director(s) of the corporation are as follows:

OSWALDO E. MARTINEZ
16591 ROYAL POINCIANA DRIVE
WESTON, FL. 33326

ARTICLE VIII - INCORPORATORS

The name and address of the person signing these Articles of Incorporation are as follows:

OSWALDO E. MARTINEZ
16591 ROYAL POINCIANA DRIVE
WESTON, FL. 33326

IN WITNESS WHEREOF, the undersigned subscriber(s) have executed these Articles of Incorporation this 1ST day of August, 2000.

 (Seal)
OSWALDO E. MARTINEZ

STATE OF FLORIDA

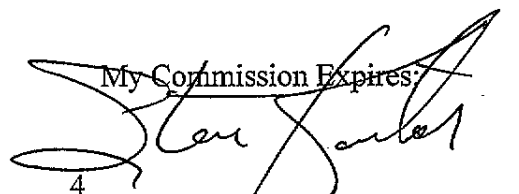
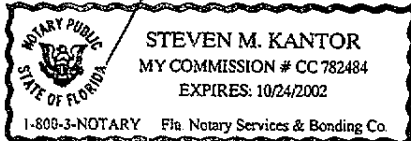
COUNTY OF BROWARD

before me, a Notary Public authorized to take acknowledgments in the State of and County set forth above, personally appeared **OSWALDO E. MARTINEZ**, known to me and known to be the person(s) who executed the foregoing Articles of Incorporation, and who acknowledged before me that he executed these Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto affixed my hand and seal, in the State and County aforesaid, this 1st day of August, 2000.

(Notary Seal)

(Notary Public, State of Florida at Large)

My Commission Expires: 
4

NOTARY PUBLIC
STATE OF FLORIDA
STEVEN M. KANTOR
MY COMMISSION # CC 782484
EXPIRES: 10/24/2002
1-800-3-NOTARY Fla. Notary Services & Bonding Co.

CERTIFICATE AND ACKNOWLEDGMENT
OF REGISTERED AGENT
OF

FILED
00 AUG -7 PM 12:42
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ULTIMATE VDO PRODUCTIONS, INC.

Pursuant to Florida Statutes Sections 48.091 and 607.034, the following is submitted:

The above corporation, desiring to organize under the laws of the State of Florida with its registered office as indicated in the Articles of Incorporation at:

16591 ROYAL POINCIANA DRIVE
WESTON, FL. 33326

has named OSWALDO E. MARTINEZ, located at the aforesaid 16591 ROYAL POINCIANA DRIVE, as its registered agent to accept service of process with this state.

ACKNOWLEDGMENT

Having been named to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of Florida Law in keeping open said office.


OSWALDO E. MARTINEZ (Registered Agent)