P000000 80920

AUGUST 14, 2000

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

RE: NVISION MULTIMEDIA, INC.

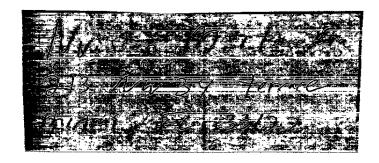
TO THE SECRETARY OF STATE:

ENCLOSED HEREWITH ARE THE ARTICLES OF INCORPORATION TOGETHER

WITH COPY OF SAID ARTICLES FOR NVISION MULTIMEDIA, INC. AND OUR CHECK IN THE AMOUNT OF \$122.50 TO COVER ALL OF NECESSARY FILING FEES REQUIRED.

RESPECTFULLY SUBMITTED,

NVISION MULTIMEDIA, INC.



SECRETARY OF STATE
SECRETARY OF STATE
TALL AHASSEE FLORIDA

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CERTIFICATE OF INCORPORATION

OF

NVISION MULTIMEDIA, INC.

WE, THE UNDERSIGNED, HEREBY ASSOCIATE OURSELVES TOGETHER
FOR THE PURPOSE OF BECOMING A CORPORATION UNDER THE LAWS OF
STATE OF FLORIDA, BY AND UNDER THE PROVISIONS OF THE STATUTES
OF THE SAID STATE OF FLORIDA.

ARTICLE I

THE NAME OF THIS CORPORATION SHALL BE:

NVISION MULTIMEDIA, INC.

ARTICLE II

THE CORPORATION MAY ENGAGE IN ANY ACTIVITY OR BUSINESS PERMITTED UNDER THE LAWS OF THE UNITED STATES AND OF THE STATE OF FLORIDA.

ARTICLE III

THE MAXIMUM NUMBER OF SHARES OF CAPITAL STOCK THAT THIS CORPORATION IS AUTHORIZED TO HAVE OUTSTANDING AT ANY TIME IS FIVE HUNDRED (500) SHARES OF COMMON STOCK, HAVING A PAR VALUE OF ONE (\$1.00) DOLLAR PER SHARE.

ARTICLE IV

THE AMOUNT OF CAPITAL WITH WHICH THIS CORPORATION WILL BEGIN BUSINESS SHALL BE THE SUM OF NOT LESS THAN FIVE HUNDRED (\$500.00) DOLLARS.

ARTICLE V

THIS CORPORATION SHALL EXIST PERPETUALLY UNLESS SOONER DISSOLVED ACCORDING TO LAW.

ARTICLE VI

THE INITIAL STREET OF THE PRINCIPAL OFFICE SHALL BE:

213 NW 34TH TERRACE MIAMI, FLORIDA 33127

ARTICLE VII

THE NUMBER OF DIRECTORS OF THIS CORPORATION SHALL BE AT LEAST ONE (1) AND NO MORE THAN FIFTEEN (15).

ARTICLE VIII

THE NAMES AND ADDRESSES OF THE MEMBERS OF THE FIRST BOARD OF DIRECTORS ARE AS FOLLOWS:

ORESTES IGLESIAS 213 NW 34TH TERRACE MIAMI, FLORIDA 33127

WILLIAM ANDINA 2929 NW 22ND CT. MIAMI, FLORIDA 33142

ARTICLE IX

THE NAMES AND STREET ADDRESSES OF THE PERSONS SIGNING
THESE ARTICLES OF INCORPORATION AS SUBSCRIBED IS AS FOLLOWS:

ORESTES IGLESIAS 213 NW 34TH TERRACE MIAMI, FLORIDA 33127

ARTICLE X

THE CORPORATE EXISTENCE OF THIS CORPORATION SHALL BEGIN ON THE DATE THE ARTICLES OF INCORPORATION ARE FILED OF RECORD.

In Witness whereof, the undersigned, orestes iglesias, being a natural person, competent to contract, have hereunto set his hand and seals this / 4^{th} day of A_{ujv} , A_{ujv}

2000

STATE OF FLORIDA}

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COUNTY OF MIAUI - DAGE

BEFORE ME, THE UNDERSIGNED NOTARY PUBLIC OF THE STATE OF FLORIDA PERSONALLY APPEARED OR 5755 F6 Legical TO ME WELL KNOWN AND KNOWN TO ME TO BE THE INDIVIDUAL DESCRIBED IN AND WHO EXECUTED THE FOREGOING ARTICLES OF INCORPORATION, AND HE ACKNOWLEDGED BEFORE ME THAT HE EXECUTED THE SAME FREELY AND VOLUNTARILY FOR THE PURPOSE THEREIN EXPRESSED.

WITNESS MY HAND AND OFFICIAL SEAL THIS 14 DAY OF August

Clare Cullen

2000.

NOTARY PUBLIC, STATE OF FLORIDA

MY COMMISSION EXPIRES:



CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE

FOR THE SERVICE WITHIN THIS STATE,

NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

IN PURSUANCE OF CHAPTER 48.091, FLORIDA STATUES, THE FOLLOWING IS SUBMITTED, IN COMPLIANCE WITH SAID ACT:

FIRST: THAT NVISION MULTIMEDIA, INC., DESIRING TO

ORGANIZE UNDER THE LAWS OF THE STATE OF FLORIDA WITH ITS

PRINCIPAL OFFICES AS INDICATED IN THE ARTICLES OF

INCORPORATION, IN THE COUNTY OF MIAMI-DADE, STATE OF FLORIDA, HAS NAMED ORESTES IGLESIAS, LOCATED AT 213 NW 34TH TERRACE,

MIAMI, FLORIDA, 33127, AS ITS AGENT TO ACCEPT

SERVICES OF PROCESS WITHIN THIS STATE.

ACKNOWLEDGMENT

HAVING BEEN NAMED TO ACCEPT SERVICES 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 SAID ACT RELATIVE TO KEEPING OPEN SAID OFFICE.

BV.

RESIDENT AGENT