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DIVISION OF CORPORATIONS
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ORDER DATE : September 22, 2000

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ORDER NO. : 841009-005

CUSTOMER NO: 7154690

CUSTOMER: Thomas Re, Esq
Re, parser & Partners

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445 Park Ave.,
14th Floor
New York, NY 10022

DOMESTIC FILING

NAME: M3 STUDIO INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX PLAIN STAMPED COPY

CONTACT PERSON: Susie Knight - EXT. 1156

EXAMINER'S INITIALS:

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DIVISION OF CORPORATIONS
TALLAHASSEE, FL 32312

g 9/29/00

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ARTICLES OF INCORPORATION
OF
M3 STUDIO, INC.

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE 1. NAME

The name of the corporation shall be:

M3 STUDIO, INC.

The address of the principal office of this corporation shall be 1 Northeast 40th Street, #2, Miami, Florida 33137, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 10,000 shares of common stock having \$1.00 par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 1201 Hays Street, Tallahassee, Florida 32301, and the name of the initial registered agent of the corporation at that address is Corporation Service Company.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have one Director, initially. The name and address of the initial member of the Board of Directors is:

Thomas C. Ré
Dir.

445 Park Avenue, c/o Ré, Parser & Partners
New York, New York 10022

ARTICLE VII. PREEMPTIVE RIGHTS

The Corporation elects to have preemptive rights.

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ARTICLE VIII. INCORPORATOR

The name and street address of the incorporator to these articles of Incorporation:

Thomas C. Ré
445 Park Avenue, c/o Ré, Parser & Partners
New York, New York 10022




THOMAS C. RÉ/INCORPORATOR

9/27/2000

DATE

ACCEPTANCE OF REGISTERED AGENT DESIGNATED IN ARTICLES OF
INCORPORATION

Corporation Service Company, a Delaware corporation authorized to transact business in this State, having a business office identical with the registered office of the corporation named above, and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

By: 
It's agent, Laura R. Dunlap
Authorized Service Representative
Corporation Service Company