

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

Star Video, Inc.

PO1000022841

700003797687--8
-03/05/01--01055--020
*****70.00 *****70.00

Signature

Requested by: KE

Name

Date

Time

Walk-In

Will Pick Up

<input checked="" type="checkbox"/>	Art of Inc. File	<div>01 MAR -5 PM 2:16 FILED SECRETARY OF STATE TALLAHASSEE, FLORIDA</div>
<input type="checkbox"/>	LTD Partnership File	
<input type="checkbox"/>	Foreign Corp. File	
<input type="checkbox"/>	L.C. File	
<input type="checkbox"/>	Fictitious Name File	
<input type="checkbox"/>	Trade/Service Mark	
<input type="checkbox"/>	Merger File	
<input type="checkbox"/>	Art. of Amend. File	
<input type="checkbox"/>	RA Resignation	
<input type="checkbox"/>	Dissolution / Withdrawal	
<input type="checkbox"/>	Annual Report / Reinstatement	<div>01 MAR -5 AM 10:55 RECEIVED DEPARTMENT OF STATE DIVISION OF CORPORATIONS TALLAHASSEE, FLORIDA</div>
<input checked="" type="checkbox"/>	Cert. Copy	
<input checked="" type="checkbox"/>	Photo Copy	
<input type="checkbox"/>	Certificate of Good Standing	
<input type="checkbox"/>	Certificate of Status	
<input type="checkbox"/>	Certificate of Fictitious Name	
<input type="checkbox"/>	Corp Record Search	
<input type="checkbox"/>	Officer Search	
<input type="checkbox"/>	Fictitious Search	
<input type="checkbox"/>	Fictitious Owner Search	
<input type="checkbox"/>	Vehicle Search	
<input type="checkbox"/>	Driving Record	
<input type="checkbox"/>	UCC 1 or 3 File	
<input type="checkbox"/>	UCC 11 Search	
<input type="checkbox"/>	UCC 11 Retrieval	
<input type="checkbox"/>	Courier	

T. SMITH MAR 05 2001

CERTIFICATE OF INCORPORATION
- of -

STAR VIDEO, INC.

I, THE UNDERSIGNED, hereby declare my intent to form a corporation under the Laws of the State of Florida, by and under provisions of the Statutes of the State of Florida.

ARTICLE I

The name of this corporation shall be: **Star Video, 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 one 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 address of the principle office of the corporation shall be:

7216 South US 1
Port St. Lucie, FL 34952

FILED
01 MAR -5 PM 2:16
SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLE VII

The number of Directors of this corporation shall be at least one (1) and no more than five.

ARTICLE VIII

The names and address of the members of the first Board of Directors of this corporation are as follows:

Mike Foster 7216 South US 1, Port St. Lucie, FL 34952

ARTICLE IX

The name and street address of the persons signing these Articles of Incorporation as subscribers are as follows:

Mike Foster 7216 South US 1, Port St. Lucie, FL 34952

ARTICLE X

Ownership of the corporation is as set out below:

Mike Foster 100%

ARTICLE XI

Name, address and position of first Board of Directors, members and officers:

Mike Foster 7216 South US 1, Port St. Lucie, FL 34952 President

ARTICLE XII

The corporate existence of this corporation shall begin on the date the Articles of Incorporation are filed of record.

ARTICLE XIII

The registered agent of this corporation is Mike Foster.

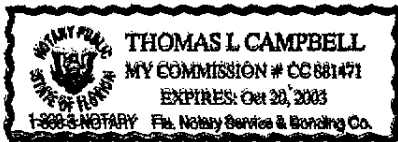
IN WITNESS WHEREOF, the undersigned, Mike Foster, being a natural person, competent to contract, has hereunto set his hand and seal this 2 day of MARCH, 2001.

Mike Foster
MIKE FOSTER

STATE OF FLORIDA
COUNTY OF ST. LUCIE

The foregoing instrument was acknowledged before me this 2 day of MARCH, 2001, by Mike Foster who is personally known to me and who did not take an oath.

[Notary Seal]



Thomas L. Campbell
Notary Public, State of Public

Printed Name: THOMAS L. CAMPBELL
My Commission expires: 10/20/03

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of section 607.0501, Florida Statutes, the mentioned corporation, organized under the laws of the state of Florida submits the following statement in designating the registered office/registered agent, in the state of Florida.

1. The name of the corporation is: **STAR VIDEO, INC.**
2. The name and street address of the registered agent and office is:

Mike Foster
7216 South US 1
Port St. Lucie, FL 34952

FILED
01 MAR -5 PM 2:16
SECRETARY OF STATE
TALLAHASSEE FLORIDA

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.



MIKE FOSTER