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DVORA M. WEINREB
FLORIDA BAR

OF COUNSEL:
STUART SLUTSKY
FLORIDA BAR & NY BAR

June 14, 2001

VIA FEDERAL EXPRESS

Corporate Records Bureau
Division of Corporations
Dept. of State
409 E. Gaines Street
Tallahassee, FL 32399

500004423195-4
-06/15/01--01094--012
122.50 **78.75

RE: Incorporation of Achim Productions, Inc.

Dear Sir/Madam:

Enclosed please find the following:

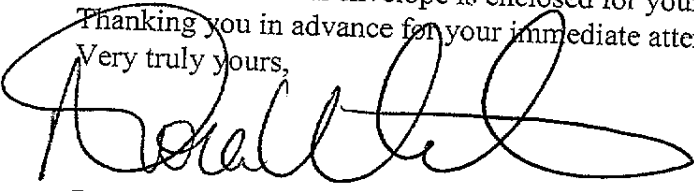
- 1) Original and one (1) copy of Article of Incorporation of the above captioned Corporation containing the Registered Agent Designation.
- 2) A check in the amount of \$122.50 made payable to your order, representing the following fees:

Filing Fee.....\$35.00
Certificate Under Seal.....\$52.50
Registered Agent Designation.....\$35.00

TOTAL ENCLOSED: \$122.50

Please return copies of the Certificate Under Seal and clocked in Articles of Incorporation once registered. A return envelope is enclosed for your convenience.

Thanking you in advance for your immediate attention to this matter, I remain,
Very truly yours,


Dvora Weinreb

Enclos:

01 JUN 15 PM 3:59
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Re 6/18/01

FILED

ARTICLES OF INCORPORATION

01 JUN 15 PM 3:59

OF

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Achim Productions, Inc.

The undersigned incorporators, for the purposes of forming a corporation under the Florida Business Corporations Act, hereby adopt(s) the following Articles of Incorporation:

ARTICLE ONE
NAME AND PRINCIPAL ADDRESS

The name of the corporation shall be Achim Productions, Inc.
The Principal address of the Corporation will be 1100 N.E. 163rd Street, Suite 400, North Miami Beach, Florida 33162.

ARTICLE TWO
DURATION

This corporation shall have perpetual existence commencing on the date of the filing of these Articles with the Department of State.

ARTICLE THREE
PURPOSE

The corporation may transact any and all lawful business for which corporations may be incorporated under Florida law.

ARTICLE FOUR
CAPITAL STOCK

The number of shares of stock that this Corporation is authorized to have outstanding at any one time is Two Thousand (2,000) shares at \$1.00 par value.

ARTICLE FIVE
PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation shall have the right to purchase his prorata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE SIX
REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 1100 N.E. 163rd Street, Suite 400, North Miami Beach, Florida 33162 and the name of the initial registered agent at that address is Jacob Goldenthal.

ARTICLE SEVEN
INCORPORATORS

The name and address of each person signing these Articles is:

<u>NAME</u>	<u>ADDRESS</u>
Jacob Goldenthal	1100 N.E. 163 rd Street, #400 NMB, Florida 33162

ARTICLE EIGHT
INDEMNIFICATION


The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE NINE
AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders

is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscribers have
executed these Articles of Incorporation this 30th day of May,
2001.



Jacob Goldenthal

STATE OF FLORIDA
COUNTY OF BROWARD

30th The foregoing instrument was acknowledged before me this 30th day of May, 2001, by JACOB GOLDENTHAL who is personally known to me or who has produced _____ as identification.

Notary Public ~ State of Florida
DVORA WEINREB
Commission # CC 952545
Expires: September 30, 2004



NOTARY PUBLIC
Dvora Weinreb

My commission expires:

Certificate Designating Place of Business or Domicile for the
Service of Process Within This State, Naming Agent Upon Whom
Process May be Served

In compliance with Section 48.091, Florida Statutes, the
following is submitted:

That Achim Production, Inc. desiring to organize under the
laws of the State of Florida, with its principal office, as
indicated in the Articles of Incorporation at 1100 N.E. 163rd
Street, Suite 400, North Miami Beach, Florida 33162, has named
Jacob Goldenthal located at 1100 N.E. 163rd Street, Suite 400,
North Miami Beach, Florida 33162 as its agent to accept service
of process within this state.

ACKNOWLEDGMENT:

I hereby certify that I am familiar with and accept the
duties and responsibilities as registered agent for said
Corporation.

Registered Agent

By


Jacob Goldenthal

FILED

01 JUN 15 PM 3:59

SECRETARY OF STATE
TALLAHASSEE, FLORIDA