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CORAL GABLES, FL 33134 305-444-4994
(City, State, Zip) (Phone #)

OFFICE USE ONLY

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. TITANIC VIDEO STORE, CORP.
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

- Walk in Pick up time _____ Certified Copy
 Mail out Will wait Photocopy Certificate of Status

RECEIVED
 02 APR -5 PM 12:24
 TALLAHASSEE FLORIDA

FILED
 02 APR -5 PM 2:10
 SECRETARY OF STATE
 TALLAHASSEE FLORIDA

NEW FILINGS	
<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/QUALIFICATION	
<input checked="" type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

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 *****78.75 *****78.75

Examiner's Initials

CERTIFICATE OF INCORPORATION

OF

TITANIC VIDEO STORE, CORP.

FILED
02 APR - 5 PM 2:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We, the undersigned, hereby associate ourselves together for the purpose of becoming a corporation under the laws of the State of Florida. Providing for the information, rights, privileges, immunities, and liabilities of incorporation for profit.

ARTICLE I

The name of the corporation should be:

TITANIC VIDEO STORE, CORP.

ARTICLE II

The corporation will engage in any activity of business permitted under the laws of the State of Florida and the United States of America.

ARTICLE III

The corporation is authorized to issue and have outstanding and aggregate number of **FIVE HUNDRED (500)** shares of one class of common stock, having a par value of **ONE (\$1.00) DOLLAR** per share.

This consideration to be paid for each share of stock shall be fixed by the Board of Directors.

ARTICLE IV

All shareholders of the corporation shall be vested with full preemptive rights.

ARTICLE V

The Name and Address of the Registered agent in the **STATE OF FLORIDA** is:

DIDIER MILIAN

3636 SW 9 STREET

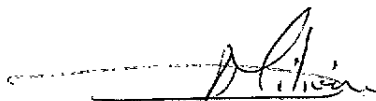
Miami, FL 33135

The **PRINCIPAL OFFICE** is:

1950 WEST FLAGLER ST.

Miami, Fl 33135

Having been named Initial Registered Agent to accept service of Process of the Corporation at the Initial Registered Office Designated in these Articles of the Incorporation, I hereby accept Such and consent to act in this capacity and agree to comply with All the requirements of the Law pertaining thereto.



DIDIER MILIAN

ARTICLE VI

The number of Directors constituting the initial Board of Directors of the corporation is one, the number of Directors may be increased or decreased from time to time By the Laws but shall never be less than one.


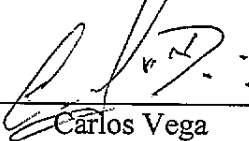
ARTICLE VII

The name and addresses of the members of the Initial Board of Directors and incorporator are:

NAME:	ADDRESS:
Didier Milian 250 Shares \$1.00 \$250.00	(President) 3636 SW 9 ST Miami, FL 33135
Carlos Vega 250 Shares \$1.00 \$250.00	(Vice-president) 9115 Gran Canal Drive Miami , FL 33174

ARTICLE VIII

The name and addresses of the Incorporators executing these Articles
Of Incorporation are:

NAME	ADDRESS:
Didier Milian	3636 SW 9 Street Miami FL 33135
	
	_____ Didier Milian
Carlos Vega	9115 Gran Canal Drive Miami Fl 33174
	
	_____ Carlos Vega

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