



Florida Incorporators, Inc.

Mark S. Hankins
President
8875 Hidden River Parkway, Suite 300
Tampa, FL 33637-2087

June 22, 2002

Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

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-06/25/02--01026--001
*****78.75 *****78.75

RE: Satellite Films Corporation

Dear Corporate Specialist:

Enclosed is an original and one (1) copy of the Articles of Incorporation for the above-referenced corporation, and funds of \$78.75 representing the filing fee for same.

Please do not hesitate to contact the undersigned if there are any questions or concerns.

Sincerely,

Mark Hankins
President

FILED
02 JUN 25 AM 8:41
SECRETARY OF STATE
TALLAHASSEE FLORIDA

Articles Of Incorporation
Of
SATELITE FILMS CORPORATION

FILED
02 JUN 25 AM 8:41
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

THE UNDERSIGNED, ACTING AS INCORPORATOR OF A CORPORATION UNDER THE FLORIDA BUSINESS CORPORATION ACT, ADOPTS THE FOLLOWING ARTICLES OF INCORPORATION:

FIRST: The name of the corporation is Satelite Films Corporation.

SECOND: The period of its duration is perpetual.

THIRD: The date and time of the commencement of the corporate existence shall be the date of the filing of these Articles by the Department of State.

FOURTH: The purpose or purposes for which the corporation is organized is to engage in the transaction of any or all lawful business for which the corporation may be incorporated under the provisions of the Florida Business Corporation Act.

FIFTH: The aggregate number of shares which the corporation shall have authority to issue is ONE THOUSAND (1,000) SHARES of capital stock, \$.001 par value each.

SIXTH: The number of directors constituting the initial Board of Directors of the corporation is TWO (2) and the names and addresses of the persons who are to serve as directors until the first annual meeting of shareholders or until their successors are elected and qualified are:

DAMIAN PARDO
421 NE 51ST ST
MIAMI, FL 33137

BILL TECK
421 NE 51ST ST
MIAMI, FL 33137

SEVENTH: The name and address of the incorporator is:

DAMIAN PARDO
421 NE 51ST ST
MIAMI, FL 33137

EIGHTH: The name and address of the initial registered agent and the initial registered office is:

DAMIAN PARDO
421 NE 51ST ST
MIAMI, FL 33137

NINTH: The mailing address and principal office of the corporation is:

SATELITE FILMS CORPORATION
421 NE 51ST ST
MIAMI, FL 33137

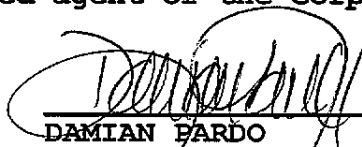
DATED: June 14, 2002



DAMIAN PARDO
Incorporator

ACCEPTANCE OF REGISTERED AGENT

I hereby am familiar with and accept the duties and responsibilities as registered agent of the corporation.



DAMIAN PARDO

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TALLAHASSEE FLORIDA