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02 AUG 15 PH 3: 03 OFFICE USE ONLY (DOCUMENT #) SEGNUTATE TALLAHASSEE, FLORIDA LAZARUS CORPORATE FILING SERVICE 3320 S.W. 87 AVENUE 000007135860--0 -08/15/02--01017--018 *****78.75 *****78.75 MIAMI, FLORIDA (305)552-5973 TERESA ROMAN (TALLAHASSEE REPRESENTATIVE) OFFICE USF ONLY CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if homon): (Document #) (Corporation Name) (Document #) (Corporation Name) (Document #) Pick up time 206 Walk in Certified Copy Mail out Will wait Photocopy Certificate of Status NEW FILINGS AMENIMENTS Profit Amendment NonProfit Resignation of It.A., Officer/Director Limited Liability Change of Registered Agent Domestication Dissolution/Withdrawal Other Merger

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Articles of Incorporation Of JVC Entertainment TV, Inc.

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SECRETALLAHASSEE, FLORIDA

Article I. Name

The name of this corporation is JVC Entertainment TV, Inc.

Article II. Address

The mailing address of the Corporation is:

JVC Entertainment TV, Inc. 14759 SW 176 Street Miami, FL 33157

Article III. Capital Stock

The Corporation shall have the authority to issue 1000 shares of common stock, par value \$1.00 per share.

Article IV. Registered Agent

The name and address of the registered agent of the Corporation is:

Joaquin Cuadra 14759 SW 176 Street Miami, FL 33157

Article V. Board of Directors

The affairs of the Corporation shall be managed by a Board of Directors consisting of no less than one director. The number of directors may be increased or decreased from time to time in accordance with the Bylaws of the Corporation. The election of the directors shall be done in accordance with the Bylaws. The directors shall be protected from personal liability to the fullest extent permitted by law. The names of each initial member of the Corporation's Board of Directors are:

Article VI. Incorporator

The name and address of the Incorporator is:

Joaquin Cuadra 14759 SW 176 Street Miami, FL 33157

Article VII. Corporate Existence

The corporate existence of the Corporation shall begin effective as of August 9, 2002.

The undersigned Incorporator executed these Articles of Incorporation on the date first set forth below.

JVC Entertainment TV, Inc

By:

Name: Joaquin Cuadra

Title: President

Date: August 14, 2002

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CERTIFICATE OF DESIGNATION 02 AUG 15 PM 3: 04 REGISTERED AGENT/REGISTERED OFFICE TALLAHASSEE, FLORIDA

CORPORATION:

JVC Entertainment TV, Inc

REGISTERED AGENT:

Joaquin Cuadra 14759 SW 176 Street Miami, FL 33157

I agree to act as registered agent to accept service of process for the above stated corporation. I hereby agree to comply with the provisions of all statues relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.

JVC Entertainment TV, Inc

By:

Name: Joaquin Cuadra

Title: President

Date: August 14, 2002