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To:

Division of Corporations
Fax Number : (850)205-0381

From:

Account Name : EMPIRE CORPORATE KIT COMPANY
Account Number : 072450003255
Phone : (305)634-3694
Fax Number : (305)633-9696

FLORIDA PROFIT CORPORATION OR P.A.

on cue inc. of south florida

Certificate of Status	0
Certified Copy	1
Page Count	05
Estimated Charge	\$78.75

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TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
ON CUE INC. OF SOUTH FLORIDA**

The undersigned incorporators of these Articles of Incorporation, natural persons, competent to contract, hereby associate themselves with the provisions of this document to form a corporation, under the laws of the State of Florida.

ARTICLE I

The name of the corporation is On Cue Inc., of South Florida.

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 stock that this corporation is authorized to have outstanding at axny one time is: Five Hundred (500) shares of common stock of par value of One Dollar (\$1.00) per share.

ARTICLE IV

The amount of capital with which this corporation will begin business is not less than Five Hundred Dollars.

ARTICLE V

This corporation is to exist perpetually.

This instrument was prepared by:

J.R. Callahan, Esquire
249 Westward Drive
Miami Springs, FL 33166
Florida Bar No: 178220
(305) 887-7899

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ARTICLE VI

The initial address of the registered office of this corporation in the State of Florida is: 249 Westward Drive, Miami Springs, FL 33166.

ARTICLE VII

The corporation shall have one director, initially. The number of directors may increase or diminish from time to time, through by-laws adopted by the stockholders, but shall never be less than one.

ARTICLE VIII

The address of the corporation's principal office is:

11031 SW 69 Drive
Miami, Florida 33173

and the mailing address of the corporation's principal office is:

11031 SW 69 Drive
Miami, Florida 33173

ARTICLE IX

The name and post office addresses of the members of the First Board of

Directors are:

Name

Address

John Roberts

11031 SW 69 Drive
Miami, Florida 33173

Alejandro Garcia

11031 SW 69 Drive
Miami, FL 33173

ARTICLE X

The name and address of the incorporator to these Articles of Incorporation is:

<u>Name</u>	<u>Address</u>
John Roberts - President	11031 SW 69 Drive Miami, Florida 33173
Alejandro Garcia - Vice President	11031 SW 69 Drive Miami, FL 33173

ARTICLE XI


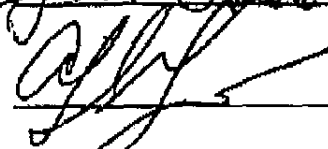
As the agent of this corporation to accept service of process within the state, the following person at the address indicated is hereby designated:

<u>Name</u>	<u>Address</u>
J.R. Callahan	249 Westward Drive Miami Springs, FL 33166

ARTICLE XII

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholder's meeting by a majority of the stock entitled to vote thereon, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment to these Articles of Incorporation be made.

WITNESS our hands and seals this 14 of APRIL, 2003.

 (SEAL)
 (SEAL)

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STATE OF FLORIDA

COUNTY OF MIAMI-DADE

I hereby certify that on this day, before me, a Notary Public duly authorized in the State and County named above to take acknowledgments personally appeared, John Roberts and Alejandro Garcia, who are personally known to me and are the persons described as the incorporators in and who executed the foregoing Articles of Incorporation, and acknowledged before me that they executed and subscribed to these Articles of Incorporation.

WITNESS my hand and official seal in the County and State named above this 2 day of April, 2003



Sharon K. Little
My Commission DD032200
Expires June 18, 2005

Sharon K. Little
Notary Public State of Florida

ACKNOWLEDGEMENT

Having been named to accept service of process for the above stated corporation, at the place designated in the certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of F.S. 48.091 relative to keeping open said office.

J.R. Callahan
J.R. Callahan

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