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Florida Department of State
Division of Corporations
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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

DEPARTMENT OF STATE
TALLAHASSEE FLORIDA

2003 JUN 17 PM 4:28

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FLORIDA PROFIT CORPORATION OR P.A.

videoparati.com, corporation

Certificate of Status	0
Certified Copy	1
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EFFECTIVE DATE

6/13/03

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ARTICLES OF INCORPORATION

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

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FOR

Videoparati.com

~~ALPHA~~ CORPORATION

ARTICLE ONE

The name and address of the corporation shall be:

Videoparati.com

~~ALPHA~~ CORPORATION

770 SW 8TH STREET
MIAMI, FLORIDA 33130

ARTICLE TWO
NATURE OF BUSINESS

This corporation may engage in any activity or business permitted under the laws of the United States of America and the laws of the State of Florida.

ARTICLE THREE
TERM OF EXISTENCE

This Corporation shall have perpetual existence, unless sooner dissolved in accordance with the laws of the State of Florida. The date on which corporate existence shall begin is: June 13, 2003.

ARTICLE FOUR
MINIMUM CAPITAL

The amount of capital with which the Corporation shall begin business shall not be less than Five Hundred (500.00) Dollars, or such greater amount as may be required by law.

This document prepared by:
Carlos A. Ziegenhirt, Esq.
Florida Bar No.: 178896
150 Alhambra Circle, Suite 1240
Coral Gables, FL 33134
(305) 443-780
(305) 443-7868

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**ARTICLE FIVE
NUMBER OF DIRECTORS**

This Corporation shall at all times have at least one (1) Director who is a citizen of the United States of America. The stockholders of this Corporation may, from time to time, and at any time, increase or diminish the size of the Board of Directors of this Corporation, provided that the Corporation shall at all times have minimum of one (1) Director.

**ARTICLE SIX
CLASSES OF DIRECTORS**

The Bylaws of this Corporations may provide that the Directors be divided into two or more classes whose terms of office shall respectively expire at different times, provided that no such term continue longer than three (3) years, and provided further that at least one-fourth (1/4) in number of the Directors shall be elected annually.

**ARTICLE SEVEN
AMENDMENT**

This Certificate of Incorporation may be amended in any manner consistent with the laws of the State of Florida.

**ARTICLE EIGHT
CAPITAL STOCK**

This Corporation is authorized to issue shares of stock as follows:

- (a) Designation: The stock of this Corporation shall be known as Common Stock.
- (b) Authorized: The maximum number of shares of Common Stock that this Corporation may issue is: 60.
- (c) Par Value: Each share of Common Stock shall have the par value of: \$0.
- (d) Consideration: Shares of Common Stock may be issued in exchange for cash, real property, labor or services rendered, or any combination of the foregoing. In the absence of fraud in the transaction, the judgment of the Board of Directors as to the value of any such consideration shall be conclusive.
- (e) Non-assessability: Each share of Common Stock shall be issued in exchange for consideration which is at equal to the par value thereof, and shall be fully paid and non-assessable.

(f) Voting Rights: Each share of Common Stock shall entitle the record holder thereof to one (1) vote upon each proposal presented at meetings of the stockholders of the Corporation.

(g) Cumulative Voting: No holder of Common Stock shall be entitled to any right of cumulative holding.

(h) Dividends: Record holders of Common Stock are entitled to receive their pro-rata share of any dividends that may be declared by the Board of Directors out of assets legally available for such purpose.

(i) Liquidation Rights: Holders of Common Stock are entitled, in the event of the liquidation or dissolution of this Corporation to receive their pro-rata share of any assets of this Corporation remaining after payment of all corporate debts and obligations.

ARTICLE NINE PRINCIPAL OFFICES OF CORPORATION

The principal offices of the corporation shall be at 770 SW 8th Street, Florida 33130.

ARTICLE TEN REGISTERED OFFICE AND REGISTERED AGENT

The registered agent for the Corporation is Ismael Ochoa and the corporate registered address is 770 SW 8th Street, Miami, Florida 33130.

Videoparati, 004, (X)
I HEREBY AGREE to act as Registered Agent for ~~Video~~ Corporation, and I further agree to comply with the provisions of all Florida Statutes relative to the proper and complete performance of my duties.



Ismael Ochoa
(Registered Agent)

SOLE SUBSCRIBER AND INITIAL DIRECTOR

The undersigned individual, competent to contract, execute these Articles of Incorporation as subscribers and initial directors. The undersigned individuals shall hold offices as directors until their successors have qualified, following their election or appointments.

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CLERK OF STATE
TALLAHASSEE FLORIDA

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Subscriber/Director:
Street Address:

Ismael Ochoa
770 SW 8th Street
Miami, Florida 33130

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

IN WITNESS WHEREOF, the undersigned Subscriber does make,
subscribe, acknowledge, and file this Certificate for the purpose of forming a
Corporation for profit under the laws of the State of Florida.

Dated: June 13, 2003



Ismael Ochoa, President

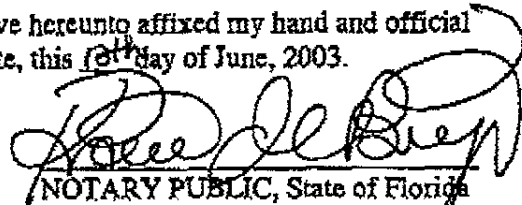
STATE OF FLORIDA)

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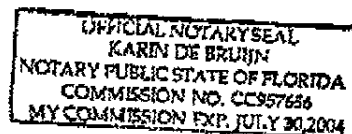
COUNTY OF DADE)

BEFORE ME, the undersigned authority, personally appeared Anthony
Fernandez, who is the person named in the document requiring notarization and is
() personally known to me or () produced Dr. Verica as identification and
who executed the foregoing Articles of Incorporation, and he acknowledged
before me that he executed the same for the uses and purposes therein mentioned
and set forth.

IN WITNESS WHEREOF, I have hereunto affixed my hand and official
seal at Miami, in the said County and State, this 13th day of June, 2003.


NOTARY PUBLIC, State of Florida

My Commission Expires:



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