

**Electronic Articles of Incorporation
For**

**P03000121452
FILED
October 29, 2003
Sec. Of State**

CLASSIC VIDEO DISTRIBUTORS, INC.

The undersigned incorporator, for the purpose of forming a Florida profit corporation, hereby adopts the following Articles of Incorporation:

Article I

The name of the corporation is:

CLASSIC VIDEO DISTRIBUTORS, INC.

Article II

The principal place of business address:

6220 SAN MICHEL WAY
DELRAY BEACH, FL. US 33484

The mailing address of the corporation is:

6220 SAN MICHEL WAY
DELRAY BEACH, FL. US 33484

Article III

The purpose for which this corporation is organized is:

ANY AND ALL LAWFUL BUSINESS.

Article IV

The number of shares the corporation is authorized to issue is:

1000

Article V

The name and Florida street address of the registered agent is:

DAVID HORN
6220 SAN MICHEL WAY
DELRAY BEACH, FL. 33484

I certify that I am familiar with and accept the responsibilities of registered agent.

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Registered Agent Signature: DAVID HORN

Article VI

The name and address of the incorporator is:

DAVID HORN
6220 SAN MICHEL WAY
DELRAY BEACH, FL 33484

Incorporator Signature: DAVID HORN

Article VII

The effective date for this corporation shall be:

10/29/2003