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(Requestor's Name)

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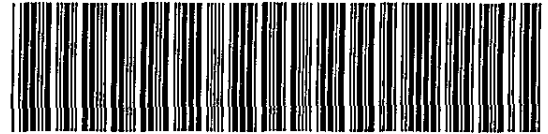
(Business Entity Name)

(Document Number)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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TRANSMITTAL LETTER

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

Department of State
Division of Corporations
409. E. Gaines St.
Tallahassee, FL 32399

Subject: TITANIC VIDEO LF, CORP
(proposed corporate name)

Enclosed please find an original and one copy of the articles of incorporation for the above corporation and check in the amount of \$ 28.75.

From:

Jose ESCARPIO
10661 N. KENDALL DR. S. 204
MIAMI, FL 33176
(305) 598-9735

ARTICLES OF INCORPORATION

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OF

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TITANIC VIDEO LF, CORP

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of the corporation shall be:

TITANIC VIDEO LF, CORP

ARTICLE II - ADDRESS

The address of the principal office until further notice is: 4739 W. Flagler St., Miami, FL 33134.

ARTICLE III - CAPITAL STOCK

The number of shares that this corporation is authorized to have outstanding is one thousand (1,000) common shares at one (\$1.00) dollar par value.

ARTICLE IV - INITIAL REGISTERED AGENT AND OFFICE

The initial registered agent of this corporation is: Luis Sanchez and the registered office is 4739 W. Flagler St. Miami, FL 33134.

ARTICLE V - INCORPORATOR

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

Luis Sanchez
4739 W. Flagler St.
Miami, FL 33134

ARTICLE VI - DURATION

This corporation shall have a perpetual existence unless dissolved according to law.

CERTIFICATE OF DESIGNATION

REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is _____

TITANIC VIDEO LE, CORP

2. The name and address of the registered agent and office is:

Name Luis Sanchez

Address 4739 W. Flagler St., Miami, FL 33134.

The following officer of this corporation has authorized the above person and office to be its registered agent and registered office.

Signature

Luis Sanchez

President

Title

Date OCT 15 - 2003

ACCEPTANCE BY AGENT

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT

Signature

Luis Sanchez

Date OCT 15 - 2003

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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