

JAN. 26. 2004

12:12 IONS CORPORATION SVC CO

NO 269

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**PO4000010523**

Florida Department of State  
Division of Corporations  
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To:

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

From:

Account Name : CORPORATION SERVICE COMPANY  
Account Number : I20000000195  
Phone : (850)521-1000  
Fax Number : (850)558-1575

544

**FLORIDA PROFIT CORPORATION OR P.A.**

**FREEZE FRAME VIDEO, INC.**

Certificate of Status	0
Certified Copy	0
Page Count	04
Estimated Charge	\$70.00

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CORPORATION SVC CO

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION  
OF  
FREEZE FRAME VIDEO, INC.

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

FREEZE FRAME VIDEO, INC.

The address of the principal office of this corporation shall be 303 NW 38th Avenue, Cape Coral, Florida 33993, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 200 shares of common stock having \$0.00 par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 303 NW 38th Avenue, Cape Coral, Florida 33993 and the name of the initial registered agent of the corporation at that address is Jeffrey Gerardi.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. INCORPORATOR

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

William A. Regen  
317 Madison Avenue, Room 708  
New York, NY 10017

The undersigned incorporator has executed these Articles of Incorporation this 26th day of January, 2004.

William A. Regen  
Incorporator

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ACCEPTANCE OF REGISTERED AGENT DESIGNATED  
IN ARTICLES OF INCORPORATION

I, Jaffray Gerardi, 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 agree 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.

By: Jaffray Gerardi  
Jaffray Gerardi  
Dated: January 26, 2004

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