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DONIA ADAMS ROBERTS ATTORNEY AT LAW

1100 North Main Street · Suite C Belle Glade, Florida 33430

> (561) 993-0990 FACSIMILE (561) 993-9020

12400-C SOUTHSHORE BLVD. WELLINGTON, FLORIDA 33414

(561) 793-3557 Facsimile (561) 793-9780

TRANSMITTAL LETTER

June 30, 2004

Department of State Division of Corporations Post Office Box 6327 Tallahassee, Florida 32314

SUBJECT: Grassy Waters Video, Inc.

FROM:

Donia A. Roberts, PA 1100 North Main Street, Suite C Belle Glade, Florida 33430

For further information concerning this matter, please call Donia A. Roberts, PA at (561) 993-0990.

Enclosed are an original and two (2) copies of the Articles of Incorporation and a check for:

\$78.75 for Filing Fee & Certified Copy.

Very Truly Yours,

Donia A. Roberts, P.A.

ASECULARISE DE SELECTOR DE LA SELECT

ARTICLES OF INCORPORATION OF GRASSY WATERS VIDEO, INC.

In compliance with the requirements of F.S. Chapter 607, the undersigned hereby acts as an incorporator in adopting and filing the following articles of incorporation for the purpose of organizing a business corporation.

ARTICLE I

The name of the Corporation is: Grassy Waters Video, Inc..

ARTICLE II

The street address of the principal office of the Corporation is: 1515 East Main Street Pahokee, Florida 33476.

ARTICLE III

The specific purpose for which the Corporation is organized is: transacting 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 IV

The maximum number of shares this Corporation is authorized to issue is 100, par value \$1 per share, all of which shall be Common Shares.

ARTICLE V

The initial street address of the Corporation's registered office is: 1515 East Main Street, Pahokee, Florida, 33476. The initial registered agent for the Corporation at that address is: Lisa J. Adams.

ARTICLE VI

The initial board of directors shall consist of two members. This number may be increased or decreased from time to time in accordance with the Corporation's bylaws, but shall never be less than one. The names and addresses of the persons who will serve on the initial board of directors are:

Names Addresses

Lisa J. Adams 1515 East Main Street

Pahokee, Florida 33476

Terry Adams 1515 East Main Street

Pahokee, Florida 33476

ARTICLE VII

The names and addresses of the persons who will serve as the initial officers are:

Names Addresses

President

Terry Adams 1515 East Main Street

Pahokee, Florida 33476

Vice President

Lisa J. Adams 1515 East Main Street

Pahokee, Florida 33476

Secretary

Lisa J. Adams 1515 East Main Street

Pahokee, Florida 33476

Treasurer

Terry Adams 1515 East Main Street

Pahokee, Florida 33476

ARTICLE VIII

The name and street address of the person signing these articles of incorporation is:

Name Address

Lisa J. Adams 1515 East Main Street

Pahokee, FL 33476

The undersigned incorporator has executed these articles of incorporation.

Lisa J. Adams

Incorporator

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for Grassy Waters Video, Inc. at the place designated in the articles of incorporation, the undersigned is familiar with and accepts the obligations of that position pursuant to F.S. 607.0501.

Idano

Date 6-30-04

Registered Agent