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FLORIDA PROFIT CORPORATION OR P.A.

Bauer Martinez Studios Video, Inc.

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P.02/02

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ARTICLES OF INCORPORATION

In compliance with Chapter 607, F.S.

ARTICLE I NAME

The name of the corporation shall be: **Bauer Martinez Studios Video, Inc.**

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:
801 West Bay Dr., Suite 800, Largo, Florida 33770.

ARTICLE III PURPOSE

The purpose for which the corporation is organized is: U.S. video distributor.

ARTICLE IV SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is 10,000. The par value of each share of stock is \$1.00.

ARTICLE V OFFICERS/DIRECTORS

The initial director of the corporation is:

Karinne Behr, 801 West Bay Dr., Suite 800, Largo, Florida 33770

The initial officer of the corporation is:

Karinne Behr, President, 801 West Bay Dr., Suite 800, Largo, Florida 33770

ARTICLE VI REGISTERED AGENT

The name and Florida Street address of the registered agent is: Karinne Behr, 801 West Bay Dr., Suite 800, Largo, Florida 33770. Located in the County of Pinellas.

ARTICLE VII INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is: Business Filings Incorporated, Mark Schiff, AVP, 8025 Excelsior Dr., Suite 200, Madison, WI 53717.

I hereby accept the appointment as registered agent and agree to act in this capacity.

Signature: _____

Karinne Behr

Date: August 17, 2004

Signature: _____

Business Filings Incorporated, Incorporator
Mark Schiff, AVP

Date: August 17, 2004

The document was prepared by: Business Filings Incorporated, Mark Schiff, 8025 Excelsior Dr., Suite 200, Madison, WI 53717. 608-827-5300

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