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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FLORIDA PROFIT CORPORATION OR P.A.

fest video, inc.

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**ARTICLES OF INCORPORATION
OF
FEST VIDEO, INC.**

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

In compliance with the requirements of F.S. Chapter 607, the undersigned hereby act as 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: FEST VIDEO, INC.

ARTICLE II

The existence of the Corporation shall begin on: FILING DATE.

ARTICLE III

The street address of the principal office of the Corporation is: 3000 W. 84 St., Hialeah, FL 33016.

The mailing address of the Corporation is: 3000 W. 84 St., Hialeah, FL 33016.

ARTICLE IV

The specific purpose for which the Corporation is organized is: Sale and rent movies and videos.

ARTICLE V

The maximum number of shares this Corporation is authorized to issue is 100 par value \$1.00 per share, all of which shall be Common Shares. All Common Shares shall be identical with each other in every respect and the holders of Common Shares shall be entitled to one vote for each share on all matters on which shareholders have the right to vote.

ARTICLE VI

The initial street address of the Corporation's registered office is: 3000 W. 84 St., Hialeah, FL 33016.

The initial registered agent for the Corporation at that address is: Ivan Praderes.

ARTICLE VII

The initial board of directors shall consist of 1 member. 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 name and address of the person who will serve on the initial board of directors:

Name: Ivan Praderes, President

Address: 16175 N.W. 64 Ave., Apt. 352
Miami Lakes, FL 33014

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ARTICLE VIII

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

Name: Ivan Praderes

Address: 16175 N.W. 64 Ave., Apt. 352
Miami Lakes, FL 33014

ARTICLE IX

The Corporation shall indemnify its directors, officers, employees, and agents to the fullest extent permitted by law.

The undersigned incorporator executed these articles of incorporation.



Ivan Praderes
Incorporator

10/11/05
Date

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for FEST 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.



Ivan Praderes
Registered Agent

10/11/05
Date

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