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2010 MAR 15 P 3:14

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

MAR 16 2010
D.A. WHITE

COVER LETTER

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

SUBJECT: Overseas TV Production Co.
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed are an original and one (1) copy of the articles of incorporation and a check for:

☐ \$70.00
Filing Fee

☐ \$78.75
Filing Fee
& Certificate of Status

☐ \$78.75
Filing Fee
& Certified Copy

☒ \$87.50
Filing Fee,
Certified Copy
& Certificate of
Status

ADDITIONAL COPY REQUIRED

FROM: Oscar R. Aguilar, EA.
Name (Printed or typed)

11890 SW 8th Street, Penthouse #5
Address

Miami, FL 33184
City, State & Zip

(305) 223-4747
Daytime Telephone number

oscartaxes@aol.com
E-mail address: (to be used for future annual report notification)

NOTE: Please provide the original and one copy of the articles.

ARTICLES OF INCORPORATION OF OVERSEAS TV PRODUCTION CO.

THE UNDERSIGNED INCORPORATOR, A NATURAL PERSON, COMPETENT TO CONTRACT, HEREBY AND IN COMPLIANCE WITH THE CHAPTER 607, F.S. TO FORM A FOR-PROFIT CORPORATION UNDER THE LAWS OF THE STATE OF FLORIDA, ADOPTS THE FOLLOWING ARTICLES OF INCORPORATION:

ARTICLE I – NAME OF THE CORPORATION

THE NAME OF THIS CORPORATION IS:

OVERSEAS TV PRODUCTION CO.

ARTICLE II – NATURE OF THE BUSINESS

THE GENERAL NATURE OF THE BUSINESS TO BE TRANSACTED BY THIS CORPORATION IS:

1. ALL LAWFUL PURPOSES.
2. TO THE IMPORTATION AND EXPORTATION OF DURABLE AND NON-DURABLE GOODS AND TELEVISION BROADCASTING PRODUCTS AND MATERIALS AND THE RELATED WHOLESALE AGENCY AND BROKERAGE, RETAIL, DISTRIBUTION, CONSULTING, MANAGEMENT AND MARKETING SERVICE.
3. TO ENGAGE IN ANY ACTIVITY OR BUSINESS PERMITTED UNDER THE LAWS OF THE UNITED STATES OF AMERICA AND OF THE STATE OF FLORIDA.

ARTICLE III – SHARES OF STOCK

THE MAXIMUM NUMBER OF SHARES OF STOCK THAT THIS CORPORATION IS AUTHORIZED TO HAVE OUTSTANDING AT ONE TIME IS 200 SHARES OF COMMON STOCK, EACH HAVING \$100.00 OF PAR VALUE.

THE CONSIDERATION TO BE PAID FOR EACH SHARE SHALL BE FIXED BY THE BOARD OF DIRECTORS AND ANY AND ALL SHARES SO ISSUED, THE FULL CONSIDERATION FOR WHICH HAS BEEN PAID OR DELIVERED, SHALL BE DEEMED FULL PAID STOCK AND NOT LIABLE TO ANY FURTHER CALL OR ASSESSMENT THEREON; AND THE HOLDERS OF SUCH SHARES SHALL NOT BE LIABLE FOR ANY FURTHER PAYMENTS THEREON.

THE CAPITAL STOCK MAY BE PAID FOR IN PROPERTY, LABOR OR SERVICES AT A JUST VALUATION TO BE FIXED BY THE INCORPORATORS OR THE DIRECTORS.

THE STOCK SHALL BE ISSUED FROM TIME TO TIME AS MAY BE DETERMINED BY THE BOARD OF DIRECTORS.

ON DISSOLUTION OR LIQUIDATION OF THE CORPORATION, THE HOLDERS OF THE STOCK SHALL BE ENTITLED TO DISTRIBUTION AS THEIR HOLDINGS MAY APPEAR UPON THE STOCK RECORD OF THE CORPORATION.

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TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION OF OVERSEAS TV PRODUCTION CO.

ARTICLE IV – MINIMUM CAPITAL

THE AMOUNT OF CAPITAL WITH WHICH THIS CORPORATION MAY BEGIN BUSINESS SHALL NOT BE LESS THAN ONE HUNDRED (\$ 100.00) DOLLARS.

ARTICLE V – DURATION OF THE CORPORATION

THE CORPORATION SHALL HAVE PERPETUAL EXISTENCE.

ARTICLE VI - THE INITIAL CORPORATE PHYSICAL AND MAILING ADDRESS

THE INITIAL PHYSICAL AND MAILING STREET ADDRESS OF THE PRINCIPAL OFFICE OF THIS CORPORATION IS:

11890 SW 8TH STREET, PH5
MIAMI, FL 33184

THE BOARD OF DIRECTORS, MAY FROM TIME TO TIME, MOVE THE PRINCIPAL OFFICE TO ANY OTHER ADDRESS IN FLORIDA. BRANCH OFFICES MAY BE MAINTAINED AT SUCH OTHER PLACES IN THE STATE OF FLORIDA, THE UNITED STATES OF AMERICA AND FOREIGN COUNTRIES AS MAY, FROM TIME TO TIME, BE AUTHORIZED BY THE BOARD OF DIRECTORS.

ARTICLE VII – INITIAL DIRECTOR

THIS CORPORATION SHALL HAVE NOT LESS THAN ONE DIRECTOR INITIALLY. THE NUMBER OF DIRECTORS MAY BE INCREASED OR DIMINISHED FROM TIME TO TIME BY BY-LAWS ADOPTED BY THE STOCKHOLDERS, BUT SHALL NEVER BE LESS THAN ONE. THIS CORPORATION SHALL BEGIN WITH ONE DIRECTOR.

ARTICLE VIII – REGISTERED AGENT AND ADDRESS

THE REGISTERED AGENT OF THIS CORPORATION IS:

O&P TAX-ACCOUNTING CORP.

AND THE REGISTERED OFFICE IS AT:

11890 SW 8TH STREET
PENTHOUSE 5
MIAMI, FL 33184

ARTICLES OF INCORPORATION OF OVERSEAS TV PRODUCTION CO.

ARTICLE IX - INCORPORATOR

THE NAME AND STREET ADDRESS OF THE INCORPORATOR TO THESE ARTICLES OF INCORPORATION ARE AS FOLLOWS:

<u>NAME</u>	<u>ADDRESS:</u>
MILAGRO L. DAVIS	7240 SW 118 TH STREET PINECREST, FL 33156

ARTICLE X - THE NAMES AND STREET ADDRESS OF THE MEMBER OF THE FIRST BOARD OF DIRECTORS AND OFFICERS.

THE NAMES AND STREET ADDRESSES OF THE MEMBERS OF THE FIRST BOARD OF DIRECTORS AND OFFICERS WHO SHALL HOLD OFFICE FOR THE FIRST YEAR OF EXISTENCE OF THIS CORPORATION OR UNTIL THEIR SUCCESSORS ARE ELECTED AND HAVE QUALIFIED ARE:

<u>NAME</u>	<u>ADDRESS</u>	<u>OFFICE</u>
MILAGRO L. DAVIS	7240 SW 118 TH STREET PINECREST, FL 33156	PRESIDENT/DIRECTOR

ARTICLE XI – AMENDMENT TO THE ARTICLES OF INCORPORATION

THESE ARTICLES OF INCORPORATION MAY BE AMENDED IN THE MANNER PROVIDED BY LAW. EVERY AMENDMENT SHALL BE APPROVED BY THE BOARD OF DIRECTORS, PROPOSED BY THEM TO THE STOCKHOLDERS AND APPROVED AT A STOCKHOLDER'S MEETING BY A MAJORITY OF THE STOCK ENTITLED TO VOTE THEREON.

ARTICLE XII – SHAREHOLDERS' AGREEMENTS

THE STOCKHOLDERS OF THIS CORPORATION MAY ENTER INTO AGREEMENTS BETWEEN THEMSELVES RESPECTING THEIR RESPECTIVE RIGHTS AND DUTIES WITH REFERENCE TO THE SHARES OF STOCK OF THIS CORPORATION; AND SUCH AGREEMENTS MAY INCLUDE ANY LIMITATION UPON THE TRANSFERABILITY OF ASSIGNMENT OF THE STOCK AND THE CONFERRING OF PRE-EMPTIVE RIGHTS OF PURCHASE UPON THE STOCKHOLDERS AS CONDITION PRECEDENT TO THE SALE OF OTHER STOCK; AND SUCH AGREEMENT SHALL BE VALID AND THIS CORPORATION MAY JOIN AS A PARTY THERETO.

ARTICLES OF INCORPORATION
OF
OVERSEAS TV PRODUCTION CO.

CERTIFICATE OF DESIGNATION
OF
REGISTERED AGENT/REGISTERED OFFICE

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA NAMING AGENT UPON WHOM PROCESS MAY BE SERVED IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED:

ENTITY'S NAME: OVERSEAS TV PRODUCTION CO.

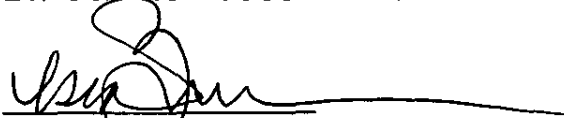
DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS PRINCIPAL PLACE OF BUSINESS AT THE CITY OF MIAMI, STATE OF FLORIDA, HAS NAMED:

O&P TAX-ACCOUNTING CORP
11890 SW 8TH STREET, PENTHOUSE # 5,
MIAMI, FL 33184

AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY: AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES.

BY: O&P TAX-ACCOUNTING CORP.



OSCAR R. AGUILAR, EA.

MARCH 8, 2010

ARTICLES OF INCORPORATION
OF
OVERSEAS TV PRODUCTION CO.

ARTICLE XIII— LEASE OR EXCHANGE OF CORPORATE PROPERTY AND ASSETS

THIS CORPORATION MAY, BY ACTION TAKEN AT ANY MEETING OF ITS BOARD OF DIRECTORS, SELL , LEASE OR EXCHANGE ALL OF ITS PROPERTY AND ASSETS INCLUDING ITS GOOD WILL, ITS CORPORATE FRANCHISES OR ANY PROPERTY OR ASSETS ESSENTIAL TO ITS CORPORATE BUSINESS UPON SUCH TERMS AND CONDITIONS AS ITS BOARD OF DIRECTORS DEEMS MEET AND EXPEDIENT AND AS AUTHORIZED BY AN AFFIRMATIVE VOTE OF STOCKHOLDERS OF RECORD HOLDING STOCK IN THE CORPORATION ENTITLING THEM TO EXERCISE A MAJORITY OF THE VOTING POWER OUTSTANDING, PROVIDED HOWEVER, THAT NO VOTE OR CONSENT OF STOCKHOLDERS SHALL BE NECESSARY FOR A TRANSFER OF ASSETS BY WAY OF MORTGAGE, TRUST OR PLEDGE TO SECURE THE INDEBTEDNESS OF THE CORPORATION.

IN WITNESS WHEREOF, THE UNDERSIGNED INCORPORATOR HAS HEREUNTO SET HIS HAND AND SEAL.


MILAGRO L. DAVIS

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TALLAHASSEE, FLORIDA