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TO: DIVISION OF CORPORATIONS
DEPARTMENT OF STATE
STATE OF FLORIDA
409 EAST GAINES STREET
TALLAHASSEE, FL 32399
FAX: (904) 922-4000

FROM: EMPIRE CORPORATE KIT COMPANY
1492 W FLAGLER ST
SUITE 200
MIAMI FL 33135- 301-
CONTACT: RAY STORMONT
PHONE: (305) 541-3694
FAX: (305) 541-3770

(((H94000012575))) DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

NAME: AVIAR FILMS, INC.

FAX AUDIT NUMBER: H94000012575
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TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

AVIAR FILMS, INC.

The undersigned subscribers, for the purposes of forming a corporation under the laws of the State of Florida, adopt the following Articles of Incorporation:

ARTICLE I

NAME

The name of this corporation is: AVIAR FILMS, INC.

ARTICLE II

NATURE OF BUSINESS

This corporation is organized for the purposes of engaging in transacting any and all lawful business for which corporations may be incorporated under the Florida General Corporation Act, as amended.

This corporation shall have full power and lawful authority to issue, execute, assign, and endorse notes, mortgages, bond and all other negotiable papers; to hold, buy and sell stock of other corporations; to secure any indebtedness due to it in the same manner common to natural persons. It shall have the full power to loan money and to secure the payment thereof by accepting mortgages, personal endorsements in assignments or personal property or other security. It may enter into contracts for sub-contracting; it shall have the power do all type of work related to

H94000012575

Prepared By:
PATRICIA O. ESPILOSA, ESQ.
7599 N.W. 7 Street
Miami, Florida 33126 (305) 262-5911
FL. Bar No. 894265

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the construction industry and/or film and production industry.

The business of the corporation is from time to time to do any one or more of all of the acts and things set out above, and it shall have the right to conduct its business in all its branches, in or outside the State of Florida, or in any other state, territory or dependency of the United States, or in foreign countries.

ARTICLE III

CAPITAL STOCK

The maximum shares of stock that this corporation is authorized to have outstanding at any time is FIVE THOUSAND (5000) shares of common stock having a par value of TEN ($10.00) Dollars per share.

ARTICLE IV

INITIAL CAPITAL

The amount of capital with which this corporation will begin business is not less than FIFTY THOUSAND ($50,000.00) Dollars.

ARTICLE V

TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI

INITIAL REGISTERED AGENT & OFFICE

The Registered Agent of this corporation is Patricia O. Espinosa, Esq. and the principal place of business for the corporation shall be 419 Espanola Way, #419, Miami Beach, Florida 33139. The office of the Registered Agent is located at 7599 N.W. 7th Street, Miami, Florida 33126. The Management may from time to

H 94000012575

time move the principal office to any other address in Florida.

ARTICLE VII

BOARD OF DIRECTORS

This corporation shall have a minimum of one director. This corporation shall have initially TWO (2) directors. The number of directors may be decreased or increased from time to time, by the bylaws adopted by the stockholders. The names and addresses of the initial Board of Directors, consisting of TWO (2) members are:

MIGUEL DELGADO 405 ESPANOLA WAY, #200 MIAMI BEACH, FLORIDA 33139	DIRECTOR
FRANCISCO A. ESPINOSA 7321 LOS PINOS BLVD. CORAL GABLES, FLORIDA 33143	DIRECTOR

ARTICLE VIII

OFFICERS

The names and post office addresses of the initial officers who shall hold office until their successors are elected or appointed or have qualified are:

FRANCISCO A. ESPINOSA 7321 LOS PINOS BLVD. CORAL GABLES, FLORIDA 33143	PRESIDENT
YURI GOMES 2715 TIGERTAIL AVE., #110 MIAMI, FLORIDA 33133	VICE-PRESIDENT/ TREASURER
MIGUEL DELGADO 405 ESPANOLA WAY, #200 MIAMI BEACH, FLORIDA 33139	SECRETARY

ARTICLE IX

SUBSCRIBERS

The names and addresses of the subscribers and incorporators

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and the number of shares which they agree to take are:

FRANCISCO A. ESPINOSA 7321 LOS PINOS BLVD. CORAL GABLES, FLORIDA 33143	333.33 SHARES (33 1/3%)
YURI GOMEZ 2715 TIGERTAIL AVENUE, #110 MIAMI, FLORIDA 33133	333.33 SHARES (33 1/3%)
MIGUEL DELGADO 405 ESPANOLA WAY, # 200 MIAMI BEACH, FLORIDA 33139	333.33 SHARES (33 1/3%)

IN WITNESS WHEREOF, we have hereunto set our hands and seal this 29 day of December, 1994.

FRANCISCO A. ESPINOSA, INCORPORATOR

YURI GOMEZ, INCORPORATOR

MIGUEL DELGADO, INCORPORATOR

STATE OF FLORIDA)
SS.
COUNTY OF DADE)

I HEREBY CERTIFY that on this 29 day of December, 1994, before me, a Notary Public, authorized in the State and County named above to take acknowledgments, personally appeared FRANCISCO A. ESPINOSA, YURI GOMEZ, and MIGUEL DELGADO to me well known to be the person described as Incorporator, in and who executed the foregoing Articles of Incorporation, acknowledged before me that she subscribed to these Articles of Incorporation, and the facts therein are truly set forth.

WITNESS my hand and official seal at Miami, Dade County, Florida, the year and day aforesaid.

NOTARY PUBLIC, STATE OF FLORIDA
PRINT NAME: MARIELENA PEREZ

My commission expires:

OFFICIAL NOTARY SEAL
MARILENA PEREZ
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. CC117309
MY COMMISSION EXP. JULY 10,1995

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CERTIFICATE DESIGNATING PLACE OF BUSINES OF 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:

FIRST: That AVIAR FILMS, INC., desiring to organize or qualify under the laws of the State of Florida with its principal place of business being 419 ESPANOLA WAY, #419, MIAMI BEACH, FLORIDA 33139, has named PATRICIA O. ESPINOSA, ESQ., of 7899 NW 7th Street, Miami, Florida 33126, as its agent to accept service of process within Florida.

FRANCISCO A. ESPINOSA, INCORPORATOR

YURI GOMEZ, INCORPORATOR

MIGUEL DELGADO, INCORPORATOR

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.

Patricia O. Espinosa

PATRICIA O. ESPINOSA, ESQ.,
Registered Agent

DATED: December 29, 1994

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TALLAHASSEE, FLORIDA

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CORPORATION ANNUAL REPORT 1995

FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State
DIVISION OF CORPORATIONS

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DIVISION OF CORPORATIONS
95 MAY -1 AM 10:27

DOCUMENT # P95000000002 (2)

1. Corporation Name
AVIAR FILMS, INC.

Principal Place of Business
419 ESPANOLA WAY #419
MIAMI BEACH FL 33139

Mailing Address
419 ESPANOLA WAY #419
MIAMI BEACH FL 33139

DO NOT WRITE IN THIS SPACE.

3. Date Incorporated or Qualified: 12/30/1994
3a. Date of Last Report:

4. FEI Number: 650-54-3374 ☐ Applied For ☐ Not Applicable

5. Certificate of Status Desired ☐ $8.75 Additional Fee Required

6. Election Campaign Financing Trust Fund Contribution ☐ $5.00 May Be Added to Fees

8. This corporation has liability for intangible tax under S. 199.032, Florida Statutes ☐ Yes ☐ No

2. Principal Place of Business
21
Suite, Apt. #, etc
22
City & State
23
Zip
24
Country
25

2a. Mailing Address
26
Suite, Apt. #, etc.
27
City & State
28
Zip
29
Country
30

9. Name and Address of Current Registered Agent
ESPINOSA, PATRICIA O ESQ
7560 NW 7TH ST #419
MIAMI BEACH FL 33126

10. Name and Address of New Registered Agent
81 Name
82 Street Address (P.O. Box Number is Not Acceptable)
83
84 City FL
85 Zip Code

11. Pursuant to the provisions of Sections 607.0502 and 607.1508, Florida Statutes, the above-named corporation submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. Such change was authorized by the corporation's board of directors. I hereby accept the appointment as registered agent. I am familiar with, and accept the obligations of, Section 607.0505, Florida Statutes.

SIGNATURE ______________________
Signature, typed or printed name of registered agent and title if applicable (NOTE: Registered Agent signature required when reinstating) DATE

12. OFFICERS AND DIRECTORS	
TITLE	DS
NAME	DELGADO, MIGUEL
STREET ADDRESS	405 ESPANOLA WAY #200
CITY-ST-ZIP	MIAMI BEACH FL 33139
TITLE	DP
NAME	ESPINOSA, FRANCISCO A
STREET ADDRESS	7321 LOS PINOS BLVD
CITY-ST-ZIP	CORAL GABLES FL 33143
TITLE	VT
NAME	GOMEZ, YURI
STREET ADDRESS	2715 TIGERTAIL AVE #110
CITY-ST-ZIP	MIAMI FL 33133
TITLE	
NAME	
STREET ADDRESS	
CITY-ST-ZIP	
TITLE	
NAME	
STREET ADDRESS	
CITY-ST-ZIP	
TITLE	
NAME	
STREET ADDRESS	
CITY-ST-ZIP	

13. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 12		
1.1 TITLE	☐ Change	☐ Addition
1.2 NAME		
1.3 STREET ADDRESS		
1.4 CITY-ST-ZIP		
2.1 TITLE	☐ Change	☐ Addition
2.2 NAME		
2.3 STREET ADDRESS		
2.4 CITY-ST-ZIP		
3.1 TITLE	☐ Change	☐ Addition
3.2 NAME		
3.3 STREET ADDRESS		
3.4 CITY-ST-ZIP		
4.1 TITLE	☐ Change	☐ Addition
4.2 NAME		
4.3 STREET ADDRESS		
4.4 CITY-ST-ZIP		
5.1 TITLE	☐ Change	☐ Addition
5.2 NAME		
5.3 STREET ADDRESS		
5.4 CITY-ST-ZIP		
6.1 TITLE	☐ Change	☐ Addition
6.2 NAME		
6.3 STREET ADDRESS		
6.4 CITY-ST-ZIP		

14. I do hereby certify that the information supplied with this filing is voluntarily furnished and does not qualify for the exemption stated in Section 119.07(3)(i), Florida Statutes. I further certify that the information indicated on this annual report or supplemental annual report is true and accurate and that my signature shall have the same legal effect as if made under oath; that I am an officer or director of the corporation or the receiver or trustee empowered to execute this report as required by Chapter 607, Florida Statutes; and that my name appears in Block 12 or Block 13 if changed, or on an attachment with an address.

SIGNATURE: [signature] 3/07/95 538-3061
SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR — Date — Daytime Phone #