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95 JAN 27 PM 1:02  
FILED  
TALLAHASSEE, FLORIDA  
SECRETARY OF STATE

January 24, 1995

Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

000001392416  
-01/30/95--01022- 000  
\*\*\*122.50 \*\*\*122.50

RE: OCEAN FILMS CORP.

Ladies and Gentlemen:

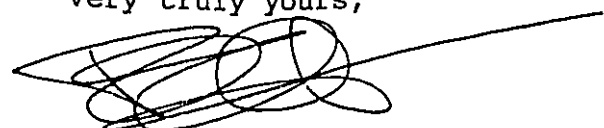
Enclosed for filing please find the following:

1. Original and 1 copy of the Articles of Incorporation
2. My check in the amount of \$122.50

Please send the return information to me at my office at the above address.

Thank you and if you have any questions do not hesitate to contact me.

Very truly yours,



Robert A. Brandt, Esq.

RAB:tf/encl.  
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CORPS (mz-dvcr)  
#1571

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TB

## ARTICLES OF INCORPORATION

### ARTICLE I - NAME

The name of the corporation is:

OCEAN FILMS CORP.

### ARTICLE II - DURATION

The corporation shall exist in perpetuity.

### ARTICLE III - PURPOSE

The corporation is organized for the purpose of transacting any or all lawful business.

### ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue 1,000 shares of \$1.00 par value common stock which shall be designated "Common Shares".

### ARTICLES V - RIGHTS OF SHARE OF CAPITAL STOCK

The entire voting power for the election of directors and for all other purposes shall be vested exclusively in the holders of outstanding common shares, each having one vote. Nothing in the Articles shall be construed to allow cumulative voting of shares.

### ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The name and street of the initial Registered Agent and Registered Office of the Corporation are:

JOSEPH MAZON  
3190 STATE ROAD 7  
HOLLYWOOD, FL 33023

This document prepared by:

Robert A. Brandt, Esq.  
3191 Coral Way, #900  
Miami, FL 33145  
Fla. Bar No. 311391

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#### ARTICLE VII - INITIAL BOARD OF DIRECTORS

The corporation shall have one director initially. The number of directors may be either increased or decreased from time to time by the By-Laws adopted by the corporation. The name and address of the initial Director is:

JOSEPH MAZON  
3190 STATE ROAD 7  
HOLLYWOOD, FL 33023

#### ARTICLE VIII - INCORPORATOR

The name and address of the incorporator and person signing these Articles is:

JOSEPH MAZON  
3190 STATE ROAD 7  
HOLLYWOOD, FL 33023

#### ARTICLE IX - BY-LAWS

The power to adopt, alter, amend or repeal the By-Laws shall be vested in the Directors.

#### ARTICLE X - INDEMNIFICATION

The corporation shall indemnify any officer and/or director or any former officer and/or director to the full extent permitted by law.

#### ARTICLE XI - COMMENCEMENT OF CORPORATE EXISTENCE

Corporate existence shall be deemed to commence upon filing of these Articles of Incorporation.

#### ARTICLE XII - PRINCIPAL PLACE OF BUSINESS

The principal place of business shall be:

3190 STATE ROAD 7  
HOLLYWOOD, FL 33023

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation on January 24, 1995.

  
JOSEPH MAZON

**CERTIFICATE DESIGNATING PLACE OF BUSINESS  
OF DOMICILE FOR THE SERVICE OF PROCESS  
WITHIN THIS STATE, NAMING AGENT  
UPON WHOM PROCESS MAY BE SERVED**

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TALLAHASSEE, FLORIDA

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

First That , OCEAN FILMS CORP. desiring to organize under the laws of the State of Florida with its principal office as indicated in the articles of incorporation at County of Broward, State of Florida has named JOSEPH MAZON, located at 3190 STATE ROAD 7, HOLLYWOOD, FL 33023, County of Broward within this State as registered agent of said corporation.

Having been named to accept service of process for the above stated corporation, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

By: 

JOSEPH MAZON  
(REGISTERED AGENT)