

CORPORATION INFORMATION
SERVICES, INC.
1201 HAYS STREET
TALLAHASSEE, FL 32301
904-222-9171
904-222-0393 FAX

CSC networks

MAIL TO:
P.O. Box 5828
TALLAHASSEE, FL 32314

800-342-8086

P95000008740

95 FEB -2 AM 10 05
DIVISION - REGISTRATION

ACCOUNT NO. : 072100000032

REFERENCE : 535461 5535A

AUTHORIZATION :

COST LIMIT : 9 PPD

ORDER DATE : February 2, 1995

ORDER TIME : 9:30 AM

ORDER NO. : 535461

CUSTOMER NO: 5535A

100001396311
-02/02/95--01021--006
****122.50 ****122.50

CUSTOMER: Peggy Marinelli, Legal Asst
COHEN BERKE BERNSTEIN BRODIE
KONDELL & LASZLO, P.A.
19th Floor
2601 South Bayshore Drive
Miami, FL 33133

DOMESTIC FILING

NAME: STAR-TEL PRODUCTIONS, INC.

P95000008740

FILED
95 FEB -2 AM 11:08
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

XX ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Unassigned

EXAMINER'S INITIALS:

EFFECTIVE DATE
2-1-95

Tm
2-2-95
02/A

EFFECTIVE DATE

2-1-95

FILED

95 FEB -2 AM 11:08

SECRET
STAR-TEL
ALABAMA
STATE
TOLSON
FEBRUARY 1, 1995
FEDERAL BUREAU OF INVESTIGATION
U.S. DEPARTMENT OF JUSTICE
WASHINGTON, D.C. 20535

ARTICLES OF INCORPORATION
OF
STAR-TEL PRODUCTIONS, INC.

The undersigned, acting as incorporator of STAR-TEL PRODUCTIONS, INC. under the Florida Business Corporation Act, adopts the following Articles of Incorporation.

ARTICLE I

NAME

The name of the Corporation is: STAR-TEL PRODUCTIONS, INC.

ARTICLE II

COMMENCEMENT OF EXISTENCE

The existence of the Corporation will commence on February 1, 1995.

ARTICLE III

DURATION

The duration of the Corporation will be perpetual.

ARTICLE IV

PURPOSE

The general purpose or purposes for which the Corporation is organized is to transact any and all lawful business for which a corporation may be incorporated under the Florida Business Corporation Act.

ARTICLE V

PRINCIPAL OFFICE

The principal office of the Corporation shall be:

2601 South Bayshore Dr., 19th Fl.
Miami, Fl. 33133

ARTICLE VI

AUTHORIZED SHARES

The maximum number of shares that the Corporation is authorized to issue is Ten Thousand (10,000) shares of Common Stock without par value.

ARTICLE VII

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the Corporation is 2601 South Bayshore Drive, 19th Floor, Miami, Florida 33133, and the name of the Corporation's initial registered agent at that address is COBER Corporate Agents, Inc.

ARTICLE VIII - INITIAL BOARD OF DIRECTORS

The corporation shall have two directors initially. The number of directors may be increased or diminished from time to time, as provided in the Bylaws. The names and addresses of the directors are:

<u>Name</u>	<u>Address</u>
RICHARD N. BERNSTEIN	2601 So. Bayshore Drive, 19th Fl. Miami, Florida 33133
ANDREW P. LASZLO	2601 So. Bayshore Drive, 19th Fl. Miami, Florida 33133

ARTICLE IX

INCORPORATOR

The name and street address of the incorporator is:

<u>Name</u>	<u>Address</u>
Andrew P. Laszlo	c/o Cohen, Berke, Bernstein, Brodie, Kondell & Laszlo, P.A. 2601 So. Bayshore Drive 19th Floor Miami, Florida 33133

ARTICLE X

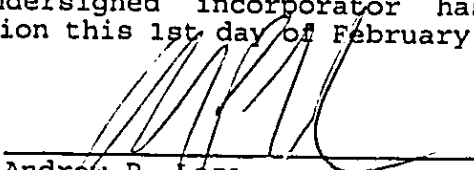
INDEMNIFICATION

To the extent permitted by law, the Corporation shall indemnify any person who was or is a party to any proceeding by reason of the fact that he is or was a director, officer, employee, or agent of the Corporation or is or was serving at the request of the Corporation as a director, officer, employee, or agent of another corporation, partnership, joint venture, trust or other enterprise against liability incurred in connection with such proceeding, including any appeal thereof, if he acted in good faith and in a manner he reasonably believed to be in, or not opposed to,

the best interests of the Corporation and, with respect to any criminal action or proceeding, had no reasonable cause to believe his conduct was unlawful. The Corporation shall reimburse each person for all costs and expenses, including attorneys' fees, reasonably incurred by him in connection with any such liability in the manner provided for by law or in accordance with the Corporation's Bylaws.

The rights accruing to any person under the foregoing provision shall not exclude any other right to which he may be lawfully entitled, nor shall anything therein contain or restrict the right of the Corporation to indemnify or reimburse such person in any proper case even though not specifically provided for herein.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 1st day of February, 1995.

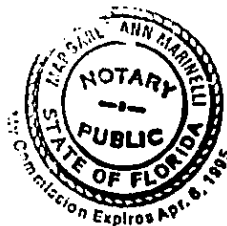

Andrew P. Laszlo,
Incorporator

STATE OF FLORIDA

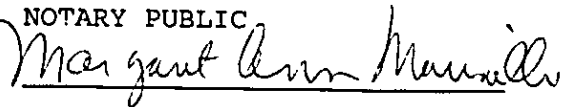
)
) SS:
)

COUNTY OF DADE

The foregoing instrument was acknowledged before me this 1st day February, 1995. by ANDREW P. LASZLO, who is personally known to me.



NOTARY PUBLIC



Margaret Ann Marinelli

State of Florida at Large
My Commission Expires:

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

Having been designated as registered agent for STAR-TEL PRODUCTIONS, INC. in the foregoing Articles of Incorporation, I, on behalf of COBER Corporate Agents, Inc., a Florida corporation, hereby agree to accept service of process for said corporation and to comply with all statutes relative to the complete and proper performance of the duties of a registered agent. I am familiar with and accept the obligations of that position.

COBER CORPORATE AGENTS, INC.

By: 

Michael A. Berke,
Vice President

FILED

95 FEB -2 AM 11:08

**SECRETARY OF STATE
TALLAHASSEE, FLORIDA**