P950 CENTRIC PLO856

Penthouse 1002

3050 Biscayne Boulevard

Miami, Florida 33137

TELEPHONE (305) 573-6669 FAX (305) 573-6858 SECRETARY OF STATE ON SECRETARY CORPORATIONS
ON SECRETARY OF STATE ON SECRETARY CORPORATIONS
ON

EFFECTIVE DATE

February, 1, 1995

400001399694 -02/07/95--01099--012 ****122.50 ****122.50

Secretary of State Bureau of Corporations P.O. Box 6327 Tallahassee, FL 32314

Re: Articles of Incorporation for MoVision Productions, Inc.

Dear Sirs:

Enclosed please find Articles of Incorporation for MoVision Productions, Inc., and a check in the amount of \$122.50.

Please return a certified copy of the Articles to me in the self-addressed envelope.

Thank you.

Sincerely,

Albert Wilensky, Esquire

AW:cct

Enclosures

FILED SECRETARY OF STATE DIVISION OF CORPORATIONS

ARTICLES OF INCORPORATION

OF

95 FEB -6 AM 8: 17

EFFECTIVE DATE

MOVISION PRODUCTIONS, INC.

ARTICLE I

CORPORATE NAME

The name of this Corporation shall be:

MOVISION PRODUCTIONS, INC.

ARTICLE II

PRINCIPAL ADDRESS

The Principal place of Business shall be 10616 N.W. 2nd Avenue, Miami Shores, FL 33150. The mailing address for all business correspondence shall be P.O. Box 1394 Miami, FL 33238.

ARTICLE III

SHARES OF STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is: Five Hundred (500) shares of Stock. The shares of stock authorized shall be Common Stock having a Par Value of One Dollar (\$1.00) per share.

ARTICLE IV

INITIAL REGISTERED AGENT AND INITIAL REGISTERED OFFICE

The Corporation's initial registered agent and principal office address in this State shall be:

HOWARD MOSS 10616 N.W. 2nd Avenue Miami Shores, FL 33150

ARTICLE V

BOARD OF DIRECTORS

The number of the Board of Directors may be altered from time to time by the By-Laws adopted by the Stockholders. However, the Corporation shall have no less than one (1) Director at any time.

ARTICLE VI

INITIAL DIRECTORS

NAME

ADDRESS

Howard E. Moss

10616 N.W. 2nd Avenue Miami Shores, FL 33150

ARTICLE VII

INCORPORATORS

The name and post office address of the Incorporator executing these Articles of Incorporation is as follows:

NAME

ADDRESS

Howard E. Moss

10616 N.W. 2nd Avenue Miami Shores, FL 33150

- 1. As the designated President of MoVision Productions, Inc., Howard E. Moss shall have full authority over the management and overall operation of the corporation.
- 2. Movision Productions is formed for the purpose of producing films, video, multimedia productions and any and all ancillary products related to the aforementioned production formats which might include instructional booklets, books, scripts, visual treatments, digital interactive program elements or materials.

3. Shareholders for stocks issued by MoVision Productions, Inc., shall be solicited and selected by the corporation's president who shall have the right to designate appropriate shares of stock to be issued at the appropriate time.

ARTICLE VIII

COMMENCEMENT DATE

Corporate existence shall commence on February 1, 1995.

The undersigned Incorporator, for the purpose of forming a corporation to do business within the State of Florida, does make and files these Articles of Incorporation, hereby declaring and certifying that the facts herein stated are true.

HOWARD B. MOSS (SEAL)

STATE OF FLORIDA :

: SS

COUNTY OF DADE :

Public duly authorized in the State and County named above to take acknowledgements, personally appeared <u>Howard E. Moss</u>, who produced the following identification, to-wit: ________, or is personally known by me to be the person described as Incorporator, and he executed said Articles of Incorporation.

WITNESS my hand and official seal at Miami, Dade County,

Florida this 1st day of Tebruay,

1995.

NOTARY PUBLIC, State of Florida at Large

My Commission Expires:

CERTIFICATE DESIGNATING REGISTERED AGENT FOR SERVICE OF PROCESS

Pursuant to Chapter 48.091 Florida Statutes, undersigned hereby designates HOWARD MOSS, as its Registered Agent to accept Service of Process within this State.

The undersigned hereby accepts the foregoing designation as Registered Agent for Service of Process within the State of Florida, and agrees to comply with the provisions of law applicable to said designation.

> 10616 N.W. 2ND AVENUE MIAMI SHORES, FL (305) 751-6677 33150