P95000011705

Date Feb. 6, 1995

Secretary of State
Corporation Division
State of Florida
Tallahassee, Florida 32304

500001404127
02/09/95 01145-017
****122.50 ****122.50

Re: BROADCAST SERVICE GROUP, INC.

Gentlemen:

Enclosed herewith are the Articles of Incorporation together with a copy of said articles for BROADCAST SERVICE GROUP, INC. .

Enclosed is our check in the amount of $122.50 .

Respectfully Submitted,

HOWARD ROGERS

of BROADCAST SERVICE GROUP, INC.
(Name of Corporation)

dB 2/10/95

FILED
1995 FEB -9 PM 2:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

1995 FEB -9 PM 2:00

TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

BROADCAST SERVICE GROUP, INC.

The undersigned, being of legal age, do hereby form the following corporation under the laws of the State of Florida, authorizing the formation of corporations.

ARTICLE I

NAME

The name of the Corporation shall be:

Broadcast Service Group, Inc.

ARTICLE II

NATURE OF BUSINESS

The general nature of the business to be transacted by the Corporation and the objects and powers shall be as follows:
To engage in the activity of performing management and production services for the television and film industry, or other such services as permitted under the Laws of the United States and the State of Florida.

ARTICLE III

CAPITAL STOCK

The maximum number of shares of authorized capital stock of this Corporation shall be One Thousand (1000) shares of common stock with a nominal par value of One ($1.00) Dollar.

2. The capital stock may be paid for in property, labor, services or cash at a just valuation to Board of Directors. All of such stocks shall be fully paid and non-assessable.

ARTICLE IV
INITIAL CAPITAL

The amount of capital with which this Corporation will begin business shall be not less than One Hundred ($100.00) Dollars.

ARTICLE V
INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation is 1000 Universal Studios Plaza, Orlando, Florida 32819 and the name of the initial Registered Agent of the Corporation is Howard Rogers.

ARTICLE VI
TERM OF EXISTENCE

The term for which this Corporation shall exist shall be perpetual.

ARTICLE VII
ADDRESS

The principle office of the Corporation shall be at 1000 Universal Studios Plaza, Orlando, Florida 32819. This Corporation may have such other places of business in the State of Florida as the nature and progress of the business of the CORPORATION shall, from time to time, render necessary and/or desirable. The Board of Directors may, from time to time, move the principal office to any other address or place in Florida. Said Corporation shall have the power to conduct its business outside the State of Florida, or any or all of the several States and Territories of the United States, including the District of Columbia, and in any or all foreign countries and may have one or more offices in any of the said places.

ARTICLE VIII

DIRECTORS

The number of Directors shall be at least one and the Board of Directors of the Corporation shall be comprised of the following names persons: Howard Rogers.

ARTICLE IX

SUBSCRIBERS

The name and number of shares subscribed to by the subscriber hereto, who is also a member of the first Board of Directors, who is to conduct the business of the Corporation until those elected at the organizational meeting is:

Howard Rogers 100

Incorporator

ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

I hereby accept the appointment as the initial Registered Agent of Broadcast Service Group, Inc. as made in the foregoing Articles of Incorporation, and agree to act in such capacity. I further agree to comply with the provisions of all statues relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as the initial Registered Agent of Broadcast Service Group, Inc.

Date: 2/6/95

Initial Registered Agent

FILED
1995 FEB -9 PM 2:00
TALLAHASSEE, FLORIDA

IN WITNESS WHEREOF, the subscribing stockholder has hereunto set his hand and seal and caused these Articles of Incorporation and this Certificate of Incorporation to be executed this 6 day of February 1995.

____

Howard Rogers

State of Florida
County of Orange

BEFORE ME, the undersigned authority, this day personally appeared Howard Rogers to me well known to be the person who executed the foregoing Articles of Incorporation, and acknowledged to and before me that he executed the same for the purposes therein expressed.

IN WITNESS WHEREOF, I have hereunto subscribed my name and affixed my seal of office, this 6th day of February, 1995.

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NOTARY PUBLIC, State of Florida
PEGGE PARKER

My Commission expires:

[illegible]ARY PUBLIC, STATE OF FLORIDA AT LARGE
[illegible] EXPIRES [illegible] 12, 1995
[illegible] AGENT'S NOTARY BROKERAGE