

P95000016842

DUCKETT & LESCANO, P. A.

LAW OFFICE

MARCELO E. LESCANO
DEBRA D. DUCKETT

400 S. ANDREWS AVENUE, SUITE 101
FORT LAUDERDALE, FLORIDA 33301

TELEPHONE (305) 767-6260
FAX (305) 767-6167

February 17, 1995

Secretary of State
Corporate Division
The Capitol
Tallahassee, Florida 32304

100001417131
-02/28/95--01013--013
****122.50 ****122.50

Re: NEW RIVER POST PRODUCTION, INC..

Sir/Madam:

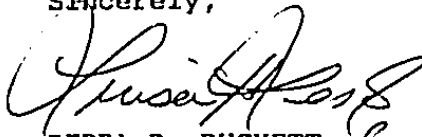
I am enclosing herewith an original and a copy of Articles of Incorporation for the above-named corporation. In addition, a check in the sum of \$122.50 is enclosed which represents the following fees:

Filing Fee	\$ 35.00
Certified Copy	52.50
Registered Agent Fee	35.00
Total	\$122.50

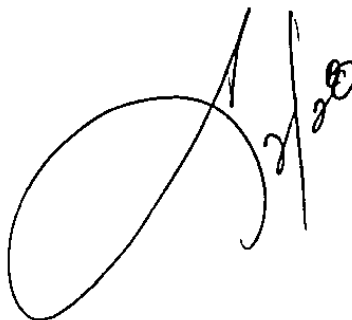
Please file the original of the enclosed Articles of Incorporation and return a certified copy to the undersigned.

Your prompt attention to this matter would be appreciated.

Sincerely,


DEBRA D. DUCKETT

DDD/LHL
enclosure



FILED
95 FEB 27 PM 2:16
CLERK OF COURT
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
NEW RIVER POST PRODUCTION, INC.

The undersigned, acting as Incorporator of a corporation under the Florida Business Corporation Act, adopts the following Articles of Incorporation for such corporation:

1. NAME: The name of the corporation is NEW RIVER POST PRODUCTION, INC.

2. PRINCIPAL OFFICE/MAILING ADDRESS: 408 S. Andrews Avenue, Ste. 104, Ft. Lauderdale, Florida 33301. The mailing address of the corporation is the same.

3. SHARES: The number of shares the corporation is authorized to issue is 1000 shares.

4. VOTING RIGHTS: Except as otherwise provided by law, the entire voting power for the election of directors and for all other purposes shall be vested exclusively in the holders of the outstanding stock.

5. PREEMPTIVE RIGHTS: Each shareholder of this corporation shall have the first right to purchase shares (and securities convertible into shares) of any class, kind or series of stock in the corporation that may from time to time be issued (whether or not presently authorized), including shares from the treasury of this corporation, in the ratio that the number of shares he/she holds at the time of issue bears to the total number of shares by any shareholder who does not exercise it and pay for the shares preempted within thirty (30) days of receipt of a notice in writing from the corporation, stating the prices, terms and conditions of the issue of shares, and inviting him/her to exercise his/her preemptive rights. This right may also be waived by affirmative written waiver submitted by the shareholder to the corporation within thirty (30) days of receipt of notice from the corporation.

6. INITIAL REGISTERED OFFICE AND AGENT: The name and street address of the initial registered agent and office of this corporation is:

VIRGINIA CAYIA
408 S. Andrews Avenue, Ste., 104
Ft. Lauderdale, Florida, 33301

7. INCORPORATORS: The name and address of the Incorporator is:

PAULINA CAYIA
408 Andrews Avenue, Ste. 104
Ft. Lauderdale, Florida 33301

RECEIVED
FEB 27 1973
FBI
Ft. Lauderdale

8. INITIAL DIRECTORS: This corporation shall have three directors initially. The number of directors may be increased from time to time by an amendment of the bylaws of the corporation in the manner provided by law, but shall never be less than three.

The names and addresses of each initial director are:

PAULINA CAYIA
2237 N.E. 15th Court
Ft. Lauderdale, Fl 33304

VIRGINIA CAYIA
1910 N.E. 42 Street
Oakland Park, Fla 33308

LAWRENCE A. JANUS
4671 S.W. 38th Terrace
Ft. Lauderdale, Fl 33312

9. PURPOSE: The purpose is to engage in any activities or business permitted under the laws of the United States and Florida.

10. DURATION: The period of its duration is perpetual.

11. MEETINGS BY CONFERENCE TELEPHONE: Members of the Board of Directors may participate in special, regular and annual meetings of the Board of Directors by means of conference, telephone or similar communications equipment as provided by law.

12. INDEMNIFICATION: The corporation may be empowered to indemnify an officer or director, or any former officer or director in the manner set out and provided for in the Bylaws of this corporation.

13. AMENDMENT OF ARTICLES: This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment thereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 15 day of February, 1995.

Paulina C Cayia
Paulina Cayia, Incorporator

Having been named as registered agent for the above-stated corporation, 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 and I accept the duties and obligations of Section 607.0505, Florida Statutes 1989.

Virginia Cayla
Virginia Cayla
Resident Agent

STATE OF FLORIDA)
COUNTY OF BROWARD) S.S.:

BEFORE ME, the undersigned authority, personally appeared at the time of notarization, Paulina Cayla, to me known to be the person who executed the foregoing Articles of Incorporation, and she acknowledged to and before me that she executed such instrument.

IN WITNESS WHEREOF, I have herunto set my hand and seal this 18th day of January, 1995.

Virginia Cayla
Notary Public, State of Florida
My Commission Expires:

FILED
95 FEB 27 PM 2:18
SECRETARY OF STATE
TALLAHASSEE FLORIDA