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Hylene Borges
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CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

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	NEW FILINGS
	Profit
	NonProfit
	Limited Liability
	Domestication
	Other

	AMENDMENTS
	Amendment
	Resignation of R.A., Officer/Director
	Change of Registered Agent
	Dissolution/Withdrawal
	Merger

	OTHER FILINGS
	Annual Report
	Fictitious Name
	Name Reservation

	REGISTRATION/ QUALIFICATION
	Foreign
	Limited Partnership
	Reinstatement
	Trademark
	Other

Examiner's Initials	

CR2E031(10/92)

FILED
95 MAR 22 PM 3:02
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE OF INCORPORATION

OF

MILLY'S VIDEO INC.

THE UNDERSIGNED SUBSCRIBERS to this Articles of Incorporation, each natural person competent to contract, hereby associates themselves together to for a corporation.

ARTICLE I

The name of this Corporation is: MILLY'S VIDEO INC.

ARTICLE II

The general nature of this business is to be transacted by this corporation is:

1.- All lawfull purpose.

2.- To manufacture, purchase, or otherwise acquire and to own mortgage, pledge, sell, assign, transfer or otherwise dispose of, and to inventin, trade in, deal in and with goods, wares, merchandise, real and personal property and services, of every class, kind and description, except that is not to conduct a banking safe, trust, insurance, surety, express, railroad, canal telegraph, telephone or cementary, company, a building and loan association, mutual fire insurance association, cooperative association, fraternal benefit society, state fair or exposition.

3.- To conduct business in, have one or more offices in and by, hold, mortgages, sell, convey, lease or otherwise dispose of real and personal property including franchise, patents, copyright, trademark and licenses, in the State of Florida and in all other states and countries.

4.- To contract debts and borrow money, issue and sell or pledge bonds, debentures notes and other evidence of indebtedness, and execute such mortgages, transfers of corporation property or other instruments to secure the payment of corporation indebtedness as required.

5.- To purchase to corporate assets of any corporation and engage in the same or other character of business.

6.- To guarantee, ensode, purchase, hold, sell, transfer, mortgages pledge or otherwise acquire or dispose of the share of the capital stock of, or any bonds, securities, other evidence of indebtedness created by any other corporation of the states of government, and while owner or such to exercise all rights powers and privileges of ownership, including the right to vote such stock.

7.- To carry on any lawfull business necessary or incidental to the attainment of the objects of this corporation whether or not such businee is similar in nature of the objects enemerated in this Articles of Incorporation.

8.- To engage in any activity or business permitted under the laws of the United States or the State of Florida.

ARTICLE III

The maximum number of shares of stock that this corporation is authorized to have outstanding at any time is 50 shares of common stock, each having no per value.

The consideration to be paid for each share be fixed by the Board of Directors and any all shares of issued, the full consideration for which has been paid or delivered, shall be deemed fully paid stock, and no liable to any further call assessment thereon, and the holders of such shares shall not be liable for any further payment thereon.

The capital stock may be paid for in property, labor or services at just valuation to be fixed by the corporaters or directors.

On dissolution or liquidation of the corporation, the holders of the stock shall be entitled to distribution as their holdings may appear upon the stock records of the corporation.

ARTICLE IV

The amount of capital with which this corporation may begin shall not be less than five hundred dollars.

ARTICLE V

This corporation shall have perpetual existence.

ARTICLE VI

The initial street address of the principal office of this corporation in the State of Florida is:
12515 W. OCKEECHOBEE RD. HIALEAH GARDEN FL 33016

The registered agent of the corporation shall be: MYLENE BORGES

The registered office of this corporation shall be located at:
12515 W. OCKEECHOBEE RD. HIALEAH FL 33016

The Board of Directors may from time to time move the principal office to any other address in Florida, branch offices may maintained as such other places in the State of Florida, the United States of America, and foreign countries as may fro time be authorized by the Board of Directors.

ARTICLE VII

This corporation shall have not less than 3 initia the number of Directors may increase or diminish from time to time / Laws. This corporation shall begin with 3

ARTICLE VIII

The name and address of each subscriber to these Articles of Incorporatio and the number of shares of stock which each agree to take are as follow:

Name	Address	No. of Shares
MYLENE BORGES	19918 N.W. 85 AVE MIAMI FL 33015	30
ANTONIO BORGES	19918 N.W. 85th AVE MIAMI FL 33015	10
CARMEN BORGES	19918 N.W. 85th AVE MIAMI FL 33015	10

ARTICLE IX

The name and address of the members of the first Board of Directors and Officer, who shall hold office for the first year of existence of this corporation or until their successors are elected and have qualified are:

Name	Address	Office
MYLENE BORGES	19918 N.W. 85th AVE MIAMI FL 33015	PRESIDENT
ANTONIO BORGES	19918 N.W. 85th AVE MIAMI FL 33015	SECRETARY
CARMEN BORGES	19918 N.W. 85th AVE MIAMI FL 33015	TRESSUARY

ARTICLE X

This Articles of Incorporation may be amended in the manner provided by-Laws. Every amendment shall be approved by the Board of Directos proposes by them to the Stockholders at a Stockholder's Meeting by a majority of the Stock to entitled to vote thereon.

ARTICLE XI

The Stockholders of this corporationmay enter into agreement between themselves respecting their respective rights ar duties with reference to the shares of stock of this corporation and such agreement may include any limitation upon the transferability or asignment of the stock and the confering or pre-emitive rights of purchases upon the stockholders as condition precedents to the sales of the other stock, and such agreement shall be valid and this corporation may join as party thereto.

ARTICLE XII

This corporation may be action taken at any meeting of its Board of Directors sell, lease, or exchange all of its property and assets, including its goodwill, its corporation franchise or any property and assets essentials to its corporate business, upon suck terms and conditions as its Board of Directors deems and expedient and as authorized by any affirmative vote of stockholders or record holding stock in the corporation entitling them to exercise a majority of the voting power outstanding, provid however, no vote or consent of stockholders shall be necessary for a transfer of assets by way of mortgages, trust or pledge to secure the indebtedness of this corporation.

IN WITNESS where of the undersigned subscribers have hereonto set their hand and seals, this **9 DAYS OF MARCH 1995**

Mylene Borges | Antonio Borges | Carmen Borges

MYLENE BORGES
PRESIDENT

ANTONIO BORGES
SECRETARY

CARMEN BORGES
TRESSUARY

STATE OF FLORIDA)
) S S
COUNTY OF DADE   )

I hereby certify: That on this day personally appeared

to me well known to the persons who executed the foregoing Articles of Incorporation and t y severally acknowledge before me, that they executed the same for the purpo se therein expressed.

WITNESS my hand and seal in the County and State aboved named this

Maria Rosales

NOTARY PUBLIC

My commission expire:

NOTARY PUBLIC STATE OF FLORIDA

MARIA ROSALES
COMMISSION # CC 427453
EXPIRES JAN 21,1999
BONDED THRU
ATLANTIC BONDING CO., INC.

... the provisions of sections 607.0501 or 617.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida

1. The name of the corporation is: MILLY'S VIDEO INC

2. The name and address of the registered agent and office is:

MYLENE BORGES
(NAME)

12515 W. Ockeechobee RD. Hialeah, FL 33016
(P.O. BOX NOT ACCEPTABLE)

(CITY/STATE/ZIP)

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

SIGNATURE Cuf Borges

DATE 3/10/95