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NEED AND ASSOCIATES

ATTORNEYS AT LAW
20 DAVIS BLVD.
TAMPA, FL 33606
(813) 254-2770
FAX (813) 253-3648

April 28, 1995

Secretary of State
Corporate Division
The Capitol
Tallahassee, FL 32301

RE: American Video Center, Inc.

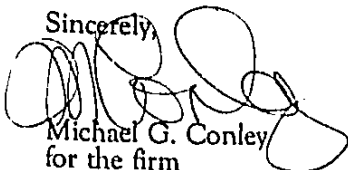
Gentlemen:

Please find enclosed original and one copy of Articles of Incorporation together with the Incorporators' check in the amount of \$122.50 as your fee.

Please certify a copy of the Articles and mail the same back to us in the envelope provided.

If you have any questions, please call Mark Rohrbaugh.

Sincerely,



Michael G. Conley
for the firm

cc: Bruce W. Anderson, 312 W. Davis Blvd., Tampa, FL 33606
Encl: Original & One of Articles of Incorporation, Check, SASE

EST 4-27
800001470549
-05/02/95--01063--003
****122.50 ****122.50

FILED
95 MAY -1 AM 8:57
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
FOR
AMERICAN VIDEO CENTER, INC.

The undersigned Incorporators do hereby adopt the following Articles of Incorporation under the Florida General Corporation Act:

ARTICLE I

The name of this corporation shall be AMERICAN VIDEO CENTER, INC.

ARTICLE II

The corporation's existence shall commence upon the date of execution and acknowledgment thereof by the Incorporator, and shall continue thereafter in perpetuity.

ARTICLE III

The general purpose for which this corporation shall exist shall be to transact any and all lawful business permitted any corporation under the Florida General Corporation Act.

ARTICLE IV

The corporation shall be authorized to issue an aggregate of 1000 shares of common voting stock, each share to have a par value of \$1.00 and such share being of the same class.

ARTICLE V

All of the shareholders of this corporation shall be entitled to the benefits of preemptive rights with respect to any unissued or treasury shares or ownership of this corporation.

ARTICLE VI

The name and street address of the Initial Registered Agent of corporation shall be BRUCE W. ANDERSON and the initial registered office of the corporation shall be located at 6469 102ND AVENUE NORTH PINELLAS PARK, FLORIDA 34666.

ARTICLE VII

The corporate office shall be located 6469 102ND AVENUE NORTH PINELLAS PARK, FLORIDA 34666.

ARTICLE VIII

The name and address of the Incorporators of these Articles of Incorporation are FRANK S. FRITZINGER and HANS SCHROTH AT 6469 102ND AVENUE NORTH PINELLAS PARK, FLORIDA 34666.

ARTICLE IX

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MAY - 1 AM 9:57
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The Corporation reserves the right to amend or repeal any provisions of these Articles of Incorporation, or any amendment(s) hereto, and any right conferred upon the shareholders is subject to this reservation.

ARTICLE X

The entire voting power for the selection of directors and for all other purposes shall be vested exclusively in the holders of common stock, who shall be entitled to one vote for each share of common stock held by them of record.

ARTICLE XI

The duration of the corporation is perpetual.

IN WITNESS WHEREOF, we/I have made, signed and acknowledged these Articles of Incorporation this 27th day of April, 1995.


HANS SCHROTH


FRANK S. FRITZINGER

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

I HEREBY CERTIFY that on this day, before me, the undersigned authority, duly authorized in the State and County named above to administer oath and take acknowledgments, personally appeared to me, FRANK S. FRITZINGER and HANS SCHROTH, well known to be the persons described in and who executed the foregoing Articles of Incorporation, and acknowledged to and before me that he executed same as his free act and deed for the purposes therein expressed.



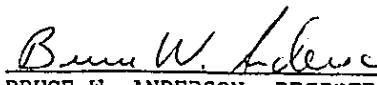

NOTARY PUBLIC

My commission expires:

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for the above stated corporation, at the place designated in these Articles of Incorporation, 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 607.325, Florida Statutes.

Dated: _____


BRUCE W. ANDERSON, REGISTERED

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

95 MAY - 1 AM 8:57

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AMERICAN VIDEO CENTER INC
6481 102nd AV N
PINELLAS PARK FL 34666

6.000001648906
-11-29-95--01082--0015
*****35.00 *****35.00

OFFICE USE ONLY

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

1. _____
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

- ☐ Walk in ☐ Pick up time _____ ☐ Certified Copy
☐ Mail out ☐ Will wait ☐ Photocopy ☐ Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input checked="" type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

FILED
SECRETARY OF STATE
CORPORATION DIVISION
95 NOV 29 PM 2:07

SH DEC - 5 1995

Examiner's Initials



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

STATEMENT OF CHANGE OF REGISTERED OFFICE FOR CORPORATIONS

Pursuant to the provisions of section 607.0502(3), 617.0502(3), 607.1508(2), or 617.1508(2), Florida Statutes, the undersigned registered agent of a corporation organized under the laws of the State of Florida submits the following statement in order to change the registered office in Florida.

1. The name of the corporation: AMERICAN VIDEO CENTER, INC.

2. The street address of the current registered office:

6469 102ND AV N
PINELLAS PARK, FL
34666

3. The street address of the new registered office:

6481 102ND AV N
PINELLAS PARK FL
34666

The corporation has been notified in writing of this change.

The street address of the registered office and the street address of the business office of the registered agent, as changed, will be identical.

Date: 11/25/95

Bruce W. Anderson

(Signature of Registered Agent)

BRUCE W. ANDERSON

(Printed or Typed Name)