

1201 HAYS STREET
TALLAHASSEE, FL 32301

800-342-8086



P500045192

ACCOUNT NO. 0210000052

REFERENCE : 613860 148904A

AUTHORIZATION : *[Signature]*

COST LIMIT : \$ PREPAID

ORDER DATE : June 12, 1995

ORDER TIME : 11:40 AM

ORDER NO. : 613860

CUSTOMER NO: 148904A

CUSTOMER: Mr. Dennis L. Reeber
MR. DENNIS L. REEBER

Suite 277
8222 Wiles Road
Pompano Beach, FL 33067

DOMESTIC FILING

NAME: EL CHEAPO VIDEO, INC.

XXXX ARTICLES OF INCORPORATION
____ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XXXXX CERTIFIED COPY
____ PLAIN STAMPED COPY
____ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Karen B. Rozar

EXAMINER'S INITIALS:

T. BROWN JUN 12 1995

FILED
95 JUN 12 PM 2:42
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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-06/12/95-0104-00
****122.50 ****122.50

COPY

ARTICLES of INCORPORATION
OF
EL CHEAPO VIDEO, INC.

FILED
95 JUN 12 PM 2:42
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned Incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

EL CHEAPO VIDEO, INC.

The principal place of business of this corporation shall be 7870 West Sample Road Margate, Florida 33065; and the mailing address shall be the same.

ARTICLE II. NATURE of BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 7500 shares of common stock having \$.01 par value per share.

ARTICLE IV. ADDRESS

The street address of the initial registered office of the corporation shall be 7870 West Sample Road Margate, Florida 33065; and the initial registered agent of the corporation is Naila Karim.

ARTICLE V. TERM of EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business affairs of the corporation managed under the direction of its Board of Directors subject to any limitation set forth in these Articles of Incorporation. This corporation shall have one Director, initially. The name and street address of the initial members of the Board of Directors are:

Naila Karim, Director
7870 West Sample Road
Margate, Florida 33065

ARTICLE VII. INCORPORATOR

The name and street address of the incorporators to these Articles of Incorporation is:

Naila Karim, President
7870 West Sample Road
Margate, Florida 33065

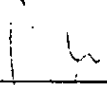
ARTICLE VIII. PRIVATE PROPERTY

The private property of the stockholders shall not be subject to payment of the corporate debts to any extent.

ARTICLE IX. INDEMNITY

This corporation may indemnify and insure its officers and directors to the fullest extent permitted by law.

IN WITNESS WHEREOF, I, the undersigned, being the incorporator hereinbefore named, for the purpose of forming a Corporation to do business both within and without the State of Florida, under the laws of Florida, make and file these Articles of Incorporation hereby declaring and certifying that the facts herein stated are true, and herunto set my hand and seal this 6th day of May, 1995.



Naila Karim, President



"OFFICIAL SEAL"
Ronald P. Barila
My Commission Expires 5/16/99
Commission #CC 464258

STATE OF FLORIDA)
COUNTY OF BROWARD) SS

State of FL, County of BROWARD
Signed before me on this 06 day
of June, 1995 by
Notary Public Ronald P. Barila

I HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized in the State and County named above to take acknowledgements, personally appeared Naila Karim Incorporator to me known to be the person described as subscriber in who executed the foregoing Articles of Incorporation.

WITNESS my hand and official seal in the County and State named above this 6th day of May, 1995.

Ronald P. Barila
NOTARY PUBLIC

**ACCEPTANCE of REGISTERED AGENT DESIGNATED
IN ARTICLES of INCORPORATION**

I HEREBY ACCEPT the appointment as the initial registered agent of EL CHEAPO VIDEO, INC. made in the foregoing Articles of Incorporation.

Naila Karim 6/6/95
Naila Karim, President DATE