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June 23, 1995

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(1841-1986)

Secretary of State
State of Florida
Corporate Records Bureau
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

VIA FED EX

000001523500
-06/26/95--01098--010
******122.50 ****122.50**

Re: Day For Night Pictures, Inc. / Articles of Incorporation

Dear Sir or Madam:

Enclosed are the original, fully executed Articles of Incorporation for the referenced corporation, together with a check in the amount of \$122.50 to cover the following fees required for the formation of this corporation:

Filing fees	\$ 35.00
Registered Agent	35.00
(designation and acceptance)	
Certified copy	<u>52.50</u>
Total Fees	<u>\$122.50</u>

Please return a certified copy of the Articles of Incorporation for this corporation to us in the enclosed, self-addressed envelope as soon as possible.

Thank you for your assistance.

Very truly yours,

Jeffrey P. Agron
Jeffrey P. Agron

JPA/wp
Enclosures

FILED
 SECRETARY OF STATE
 DIVISION OF CORPORATIONS
 95 JUN 26 PM 2:30

ARTICLES OF INCORPORATION

OF

DAY FOR NIGHT PICTURES, INC.

The undersigned does hereby make and execute these Articles of Incorporation for the purpose of forming a corporation under the Florida Business Corporation Act:

ARTICLE I

Name

The name of the corporation is:

Day For Night Pictures, Inc.

ARTICLE II

Initial Principal Office

The street address of the initial principal office of the corporation shall be:

201 S. Biscayne Boulevard
Suite 900
Miami, Florida 33131
Attention: Jeffrey P. Agron

The board of directors of the corporation, or an officer of the corporation acting under the authority of the board of directors, is authorized to change the principal office of the corporation from time to time without amendment to these Articles of Incorporation.

ARTICLE III

Authorized Shares

The aggregate number of shares which the corporation shall have authority to issue is one thousand (1,000) shares of common stock. The par value of each such share shall be \$1.00 per share.

FILED
SECRETARY OF STATE
CORPORATION DIVISION
95 JUN 26 PM 2:33

ARTICLE IV

Registered Office and Agent

The street address of the corporation's initial registered office is:

201 South Biscayne Boulevard
Miami Center, Suite 900
Miami, Florida 33131

The name of the corporation's initial registered agent at that office is Jeffrey P. Agron, Esquire.

ARTICLE V

Incorporator

The name and address of the incorporator is:

Jeffrey P. Agron
Zuckerman, Spaeder, Taylor & Evans
200 South Biscayne Boulevard
Miami Center, Suite 900
Miami, Florida 33131

ARTICLE VI

Purpose and Powers

The corporation is organized for the purpose of transacting any and all lawful business for which corporations may be incorporated under the Florida Business Corporation Act and under the laws of any jurisdiction in which the corporation may operate. The corporation shall have all lawful powers necessary or appropriate to conduct such business including, but not limited to, all corporate powers which corporations may have under the Florida Business Corporation Act.

ARTICLE VII

Board of Directors

The number of directors constituting the initial board of directors is 1. Thereafter, the number of directors shall be as provided in the bylaws. The name and address of each individual who is to serve as a member of the initial board of directors are:

Jeffrey P. Agron

6141 S.W. 85th Street
Miami, Florida 33143

ARTICLE VIII

Affiliated Transactions

The corporation shall not be governed by Section 607.0901, Florida Statutes.

ARTICLE IX

Control Shares

Section 607.0902, Florida Statutes, does not apply to control-share acquisitions of shares of the corporation.

ARTICLE X

Preemptive Rights

The Corporation elects to have preemptive rights.

IN WITNESS WHEREOF, these Articles of Incorporation have been executed this 23rd day of June, 1995.



Jeffrey P. Agron
Incorporator

Acceptance By Registered Agent

The undersigned hereby accepts the appointment as registered agent of Day For Night Pictures, Inc. and agrees to comply with the provisions of the laws of Florida, including section 48.091, Florida Statutes, providing for the keeping open of the registered office for service of process.

The undersigned is familiar with, and accepts, the obligations of the position of registered agent.

Dated: June 23, 1995.


Jeffrey P. Agron
Registered Agent

95 JUN 26 PM 2:34