

P95000052815

Video This, Inc.
C/O Scott Rosenthal
10 Hendricks Isle, Suite #7
Fort Lauderdale, Florida 33301

June 16, 1995

Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

00000152815
07/03/95 01047-000
****122.50 ****122.50

In Re: Incorporation of Video This, Inc.

To Whom It May Concern,

Enclosed please find the Articles of Incorporation for the aforementioned corporation together with the Registered Agent Certificate and filing fees. Please file same and return the original recorded Articles and corresponding certificate to the following address:

Video This, Inc.
c/o Scott Rosenthal
10 Hendricks Isle, Suite #7
Fort Lauderdale, Florida 33301

If you should have any questions, please do not hesitate to contact me at (305) 764-1578 or at the above styled address.

Sincerely,


Scott Rosenthal

Enclosures

FILED
JUN -3 PM 12:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
****122.50 ****122.50

SN
7/19/95

ARTICLES OF INCORPORATION
OF
Video This, Inc.

FILED

95 JUL -3 PM 12:00

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of associating to establish a corporation for the transaction of the business and the promotion and conduct of the objects and purposes hereinafter stated, under the provisions and subject to the requirements of the Laws of the State of Florida, and we do hereby file these Articles of Incorporation in writing and do hereby state as follows, to wit:

ARTICLE ONE
NAME

The name of the corporation is:

Video This, Inc.

ARTICLE TWO
DURATION

The term of existence of the corporation is perpetual.

ARTICLE THREE
PURPOSE

The general nature and purpose of this corporation is to engage in the following activities:

A.) The authority to engage in and transact, within and without the State of Florida or the United States, any and all lawful activities permitted under the laws of the United States and/or of the State of Florida for which

corporations may be incorporated under Chapter 607 of the Florida Statutes;

B.) The Corporation may more particularly engage in the following businesses and/or activities:

1.) To engage in the business of video productions including but not limited to producing, directing, selling, servicing, distributing and consulting of video productions.

2.) To engage in the production and entertainment business, including but not limited to the production and development of television programs, shows, musicals, theatrical presentations and any and all programs and business activities related to said industry;

3.) To engage in the business of operating a music and/or radio and/or record and/or television enterprise without limit to the scope of any particular sub-industry;

4.) To engage in the retail sales of any kind of promotional item, including but not limited to sporting goods, electronic goods, gifts, toys, suit cases, school & office supplies, perfumes, cosmetics, watches, household appliances, cleaning products and durable goods;

5.) To engage in the business of importing and exporting commodities, goods and any and all other materials, supplies and exportable/importable items permitted under the respective laws of the corresponding jurisdiction;

6.) To engage in the travel business and develop a business in the field of tourism which includes but is not limited to tourist guide services, travel services and any and all activities arising from and in connection with tourism;

7.) To engage in the money brokerage business as permitted under the respective jurisdiction in which said business shall be effected;

8.) To engage in the real estate business as principal, agent, broker, and in any lawful capacity, and generally to take, lease, purchase, or otherwise acquire, and to own, use, hold (including holding for investment), sell, convey, exchange, lease, mortgage, work, clear, improve, develop, divide, and otherwise handle, manage operate , deal in and dispose of real estate, real property, lands, multiple dwelling structures, houses, buildings, and other works and any interest or right therein;

9.) Furthermore, the corporation may take lease, purchase or otherwise acquire, and own, use, hold, sell, convey, exchange, hire, lease, pledge, mortgage, and otherwise handle, and deal in and dispose of, as principal, agent, broker, and in any lawful capacity, such personal property, chattels, rights, easements, privileges, choses in action, notes, bonds, mortgages and securities as may lawfully be acquired, held, or disposed of, and to acquire, purchase, sell, assign, transfer, dispose of, and in general

deal with, as principal, agent, broker, and in any lawful capacity, mortgages and other interests in real, personal and mixed properties;

10.) To engage in the business of a retail and/or wholesale membership club and/or engage in the conduct of any and all types of club related endeavors and/or ventures within and without the United States including but not limited to social and/or country clubs, merchandising clubs and gym and/or health related clubs;

11.) To engage and/or carry on a general construction, contracting, building, and realty management business, as principal, agent, representative, contractor, subcontractor, and in any other lawful capacity;

12.) And to engage in any and all real estate activities both domestic and foreign and effect the purchase and sale of all kinds of real estate property of whatever nature and wherever situated.

ARTICLE FOUR CAPITAL STOCK

This corporation shall be authorized to issue one kind of stock which shall be deemed to be Common Stock. The total number of authorized shares shall be Ten Thousand (10,000) shares. Each share representing 1/10,000 of the ownership of the company. The Corporation shall assign a NO PAR VALUE to each and every share of Common Stock.

ARTICLE FIVE
REGISTERED AGENT AND CORPORATE OFFICE

The name and street address of the initial registered agent of this corporation is:

10 Hendricks Isle, Suite #7
Fort Lauderdale, Florida 33301

The corporate address and/or corporate headquarters shall be located at:

10 Hendricks Isle, Suite #7
Fort Lauderdale, Florida 33301

ARTICLE SIX
INITIAL BOARD OF DIRECTORS

The corporation shall have one (1) director initially. The name and address of the initial director of the corporation is:

Scott Rosenthal
10 Hendricks Isle, Suite #7
Fort Lauderdale, Florida 33301

ARTICLE SEVEN INCORPORATORS

The initial incorporator is as follows:

Scott Rosenthal
10 Hendricks Isle, Suite #7
Fort Lauderdale, Florida 33301

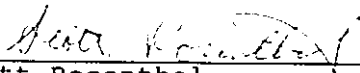
ARTICLE EIGHT
BY-LAWS

The initial By-laws of this corporation shall be adopted by the directors and shall be altered, amended or repealed from time to time by the Board of Directors.

ARTICLE NINE
AMENDMENT OF ARTICLES OF INCORPORATION

The shareholders are given the right to amend or repeal any provision contained in these Articles of Incorporation, provided that a majority of the shareholders approve of such amendment or repeal. Amendments to the Articles of Incorporation shall be adopted and approved in the manner set forth under Florida law by the shareholders.

IN WITNESS WHEREOF, we the undersigned, being all the incorporators hereinabove named, do hereby certify that the above Articles of Incorporation are acknowledged and agreed upon among us and we have accordingly set our hands and seals this 30 day of JUNE, nineteen hundred and ninety five (1995).



Scott Rosenthal

STATE OF FLORIDA)
)
) s.s.
COUNTY OF DADE)

BEFORE ME, a Notary Public authorized to take

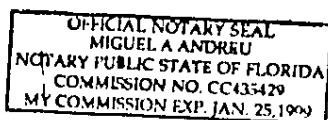
acknowledgments in the State of Florida, County of Dade,
and City of Miami Beach, personally appeared :

Scott Rosenthal

and known to me and known by me to be the persons who
executed the foregoing Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and
affixed my official seal, in the State and County aforesaid,
this 20 day of August, nineteen hundred and ninety
five (1995).

My commission expires:



Miguel A. Andreu
Notary: State of Florida

DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING
AGENT UPON WHOM PROCESS MAY BE SERVED.

PURSUANT TO THE FLORIDA STATUTES, the following is submitted
in compliance with said Statutes:

FIRST--That Video This, Inc. is qualified to do
business under the laws of the State of Florida with its
principal office at 10 Hendricks Isle, Suite #7, Fort
Lauderdale, Florida 33301, and has appointed Scott Rosenthal
located at 10 Hendricks Isle, Suite #7, Fort Lauderdale,
Florida 33301, County of Broward, State of Florida, as its
agent to accept Service of Process within this State.

ACKNOWLEDGMENT (must be signed by Designated Agent)

Having been named to accept Service of Process for the
above stated corporation, at the place designated in this
certificate, I hereby agree to act in this capacity and
further agree to comply with the provision of said Statutes
relative to keeping open said office.

BY: Scott Rosenthal

Scott Rosenthal
REGISTERED AGENT

53 JUL - 3 PM 12:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

P95000052815

Scott Rosenthal
110 East 49th Street, #3E
New York, New York 10016

City/State/Zip

Phone #

Office Use Only

FILED
96 JAN 26 PM 12:07
NEW YORK COUNTY CLERK
OFFICE OF THE CLERK

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

☐ Mail out

☐ Pick up time _____

☐ Will wait

☐ Photocopy

☐ Certified Copy

☐ 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 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

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*****35.00 *****35.00

U.S. 1996

1/28 FEB 1 1996

ARTICLES OF DISSOLUTION

FILED
96 JAN 26 PM 12:07

Pursuant to section 607.1403, Florida Statutes, the undersigned corporation submits the following articles of dissolution:

FIRST: The name of the corporation is: Video This Inc.

SECOND: The date dissolution was authorized: 1/10/96

THIRD: Adoption of Dissolution (check one)
☒ Dissolution was approved by the shareholders. The number of votes cast for dissolution was sufficient for approval.
☐ Dissolution was approved by vote of the shareholders through voting groups.
(The following statement must be separately provided for each voting group entitled to vote separately on the plan to dissolve)

The number of votes cast for dissolution was sufficient for approval by 100% (voting group).

Signed this 22 day of January, 19 96.

Video This Inc.
(Corporation Name)

By Scott Rosenthal
(Chairman or Vice Chairman of the Board, President, or other officer)

Scott Rosenthal

(Typed or printed name)

President

(Title)