

1201 HAYS STREET
TALLAHASSEE, FL 32301
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904-222-1235 FAX

800-342-8086



950001547319

ACCOUNT NO. : 072100000032

REFERENCE : 649351 92840A

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : July 27, 1995

ORDER TIME : 10:07 AM

ORDER NO. : 649351

900001547319
-07/27/95--01032--021
****122.50 ****122.50

CUSTOMER NO: 92840A

CUSTOMER: Luis S. Konski, Esq
KONSKI & LEHR, P.A.

Suite 1801
1101 Brickell Avenue
Miami, FL 33131

DOMESTIC FILING

NAME: MOVIE CENTER VIDEO, INC.

XXX ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XXX CERTIFIED COPY
PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Sebrene Randolph

EXAMINER'S INITIALS:

T. BROWN JUL 27 1995

FILED
95 JUL 27 PM 1:24
SECRETARY OF STATE
TALLAHASSEE, FL 32304

ARTICLES OF INCORPORATION
OF
MOVIE CENTER VIDEO, INC.

FILED
95 JUL 27 PM 1:24
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation:

ARTICLE I - NAME

The name of this corporation shall be:

MOVIE CENTER VIDEO, INC.

ARTICLE II - PRINCIPAL OFFICE

The address of the principal office of this corporation shall be 14673 S.W. 104 Street, Miami, FL 33186, and the mailing address of the corporation shall be the same.

ARTICLE III - 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 IV - CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 100 shares of common stock having a \$1.00 par value per share.

ARTICLE V - INITIAL REGISTERED AGENT AND ADDRESS

The street address of the initial registered office of the corporation shall be 14673 S.W. 104th Street, Miami, Florida 33186, and the name of the initial registered agent of the corporation at that address is LUCIA C. REUS.

ARTICLE VI - TERMS OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VII - OFFICERS AND DIRECTORS

The business of the corporation shall have two directors initially. The name and address of the initial officers and directors of the corporation are:

Lucia C. Reus
President/Secretary

14673 S.W. 104th Street
Miami, Florida 33186

Juan L. Reus
Vice President/Treasurer

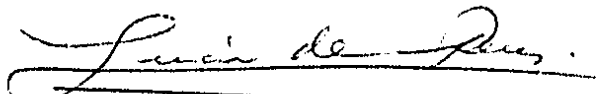
14673 S.W. 104th Street
Miami, Florida 33186

ARTICLE VIII - INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation are:

Lucia C. Reus
14673 S.W. 104th Street
Miami, Florida 33186

The undersigned has executed these Articles of Incorporation this 26 day of July, 1995.



LUCIA C. REUS, INCORPORATOR

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

95 JUL 27 PM 1:24
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Section 607.0501, 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: MOVIE CENTER VIDEO, INC.
2. The name and address of the registered agent and office is:

Lucia C. Reus
14673 S.W. 104th Street
Miami, Florida 33186

Signature :

Lucia C. Reus
LUCIA C. REUS

TITLE :

President

DATE :

July 26, 1995

HAVING BEEN NAMED AS REGISTERED AGENT 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 :

Lucia C. Reus
LUCIA C. REUS

DATE :

July 26, 1995

LUIS S. KONSKI, P.A.
ATTORNEY AT LAW

TELEPHONE (305) 371-3333
TELECOPIER (305) 371-3330

1101 BRICKELL AVENUE
SUITE 1801
MIAMI, FLORIDA 33131-3153

P95000058187

August 23, 1995 700001571147
-08/28/95--01038--011
*****35.00 *****35.00

Ms. Darlene Connell
Division of Corporations
Amendment Section
409 East Gaines Street
Tallahassee, FL 32399

RE: Amendment to Articles of Incorporation of
MOVIE CENTER VIDEO, INC.

Dear Ms. Connell:

Enclosed please find an original and one copy of the second
Amended Articles of Incorporation of MOVIE CENTER VIDEO, INC. Also
enclosed is the required filing fee in the sum of \$35.00.

Kindly file these documents with the Division of Corporations,
and return an executed copy to my office as soon as possible. I
enclose herewith a federal express airway bill for return of the
documents.

Should you require any additional information, please do not
hesitate to contact me.

With best regards, I am

Sincerely yours,

LUIS S. KONSKI

LSK:mr
Enclosure

Amendment
8/25/95 DC

FILED
95 AUG 25 PM 1:28
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

AMENDMENT TO ARTICLES OF INCORPORATION

(Professional Association)

OF

MOVIE CENTER VIDEO, INC.

The undersigned incorporators, for the purpose of amending the Articles of Incorporation under the Florida Business Corporation Act, hereby adopt the following amendment to the Articles of Incorporation:

ARTICLE VII - DIRECTORS

The business of the corporation shall have two directors initially. The name and address of the initial directors of the corporation are:

LUCIA REUS
Director/
President

14673 S.W. 104th Street
Miami, Florida 33186

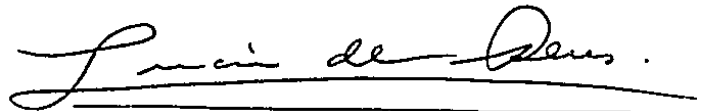
JUAN L. REUS
Director/
Vice President

14673 S.W. 104th Street
Miami, Florida 33186

Otherwise, the Articles of Incorporation shall remain the same.

In accordance with Florida Statutes 607.1006, this amendment was approved by the shareholders. The number of votes cast for the amendment were sufficient for approval.

The undersigned has executed these amended Articles of Incorporation this 23rd day of August, 1995.



LUCIA REUS, PRESIDENT

FILED
95 AUG 25 PM 1:28
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

P95000058187

FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

April 30, 1997

MOVIE CENTER VIDEO, INC.
14673 S.W. 104 STREET
MIAMI, FL 33186

SUBJECT: MOVIE CENTER VIDEO, INC.
Ref. Number: P95000058187

Debit Memo #: 6597-C

This is to inform you that check #2310 in the amount of \$225.00 submitted with the annual report for MOVIE CENTER VIDEO, INC. has been returned by your bank because of PAYMENT STOPPED.

We request you remit a cashier's check or money order, referencing the above named debit memo number, in the amount of \$180.00 made payable to the Department of State to cover the unpaid fees and service charge.

Section 607.1421 or 617.1421, Florida Statutes, requires at least 60 day notice of our intent to administratively dissolve or revoke your corporation for failure to file the annual report and pay the filing fee. Consider this your 60 day notice if the payment is not received, your corporation will be administratively dissolved or revoked on or after June 30, 1997 and a reinstatement fee of an additional \$585 will be imposed to reactivate the corporation.

Please send the replacement check to my attention at the address listed below.

If you have any questions concerning the filing of your document, please call (904) 487-6057.

Pat Bailey
Accountant I

Letter Number: 397A00022447