

CAPITAL CONNECTION, INC.

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904)224-8870
Mailing Address: Post Office Box 10349, Tallahassee, FL 32302
TOLL FREE No. 1-800-342-8062
FAX (904) 222-1222

NAME _____
FIRM _____
ADDRESS _____
PHONE () _____

Service: Top Priority _____ Regular _____
One Day Service Two Day Service

To us via _____ Return via _____

Matter No.: _____ Express Mail No. _____

State Fee \$ _____ Our \$ _____

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

95 AUG -4 PM 12:50

REQUEST TAKEN CONFIRMED APPROVED

DATE _____

TIME _____

BY AAK CK No. _____

WALK-IN
Will Pick Up 8-7-120

RE: The Film Machine

	C.C. FEE.	DISBURSED
<input checked="" type="checkbox"/> Capital Express™		
<input checked="" type="checkbox"/> Art. of Inc. File		
<input type="checkbox"/> Corp. Record Search		
<input type="checkbox"/> Ltd. Partnership File		
<input type="checkbox"/> Foreign Corp. File		
<input checked="" type="checkbox"/> (1) Good Copy(s)		
<input type="checkbox"/> Art. of Amend. File		
<input type="checkbox"/> Dissolution/Withdrawal		
<input type="checkbox"/> C U S-		
<input type="checkbox"/> Fictitious Name File		
<input type="checkbox"/> Name Reservation		
<input type="checkbox"/> Annual Report/Reinstatement		
<input type="checkbox"/> Reg. Agent Service		
<input type="checkbox"/> Document Filing		
<input type="checkbox"/> Corporate Kit		
<input type="checkbox"/> Vehicle Search		
<input type="checkbox"/> Driving Record		
<input type="checkbox"/> Document Retrieval		
<input type="checkbox"/> UCC 1 or 3 File		
<input type="checkbox"/> UCC 11 Search		
<input type="checkbox"/> UCC 1 st Retrieval		
<input type="checkbox"/> File No.'s, _____ Copies		
<input type="checkbox"/> Courier Service		
<input type="checkbox"/> Shipping/Handling		
<input type="checkbox"/> Phone () _____		
<input type="checkbox"/> Top Priority		
<input type="checkbox"/> Express Mail Prep		
<input type="checkbox"/> FAX () _____ pgs		
SUBTOTALS		

FEE.....	\$ _____
DISBURSED.....	\$ _____
SURCHARGE.....	\$ _____
TAX on corporate supplies.....	\$ _____
SUBTOTAL.....	\$ _____
PREPAID.....	\$ _____
PAIANCE DUE.....	\$ _____
	\$ _____

Please remit Invoice number with payment
TERMS: NET 10 DAYS FROM INVOICE DATE
1 1/2% per month on Past Due Amounts
Past 30 Days, 18% per Annum

THANK YOU
from
Your Capital Connection

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ARTICLES OF INCORPORATION


OF

THE FILM MACHINE, INC.

Pursuant to Section 607.0202, Florida Statutes, these articles of incorporation provide that:

1. The name of the corporation is The Film Machine, Inc. (the "Corporation").
2. The principal office of the Corporation is 2977 McFarlane Road, Suite 302, Coconut Grove, Florida .
3. The aggregate number of shares which the Corporation is authorized to issue is 5,000 shares of Common Stock, no par value per share.
4. The street address of the initial registered office of this Corporation is 12550 Biscayne Boulevard, Suite 406, North Miami, Florida 33181, and the name of the initial registered agent of this Corporation at that address is Jeffrey W. Frantz, Esq.
5. The name and address of the person signing these Articles of Incorporation as incorporator is Jeffrey W. Frantz, Esq., 12550 Biscayne Boulevard, Suite 406, North Miami, Florida 33181.
6. The Corporation shall have one (1) director initially. The initial Director shall be Teresa Bara. The number of directors may be either increased or decreased from time to time as provided in the Bylaws of the Corporation, but shall never be less than one (1).
7. The initial officer of the Corporation shall be Teresa Bara-President\Treasurer\Secretary. The officers may be changed at the time and in the manner set forth in the Bylaws of the Corporation, or as provided in any Shareholders Agreement entered into between the shareholders of the Corporation and the Corporation.

Dated: 2-3, 1995


Jeffrey W. Frantz, Incorporator

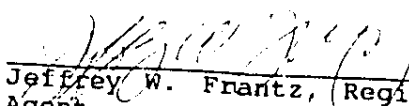
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DIVISION OF CORPORATIONS

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**CERTIFICATE DESIGNATING THE ADDRESS
AND AN AGENT UPON WHOM PROCESS MAY BE SERVED**

Having been named to accent service of process for The Film Machine, Inc. at the plac. designated in its articles of incorporation, I agree to act in this capacity and to comply with the provisions of Section 607.0505 of the Florida Statutes.

Dated: 8 3, 1985


Jeffrey W. Frantz, Registered
Agent