

P95000060429

August 23, 1995

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

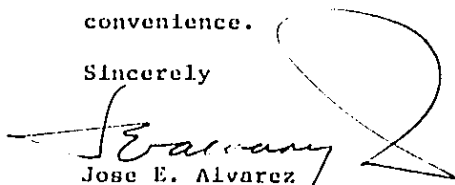
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Gentlemen:

I am enclosing herewith the Articles of Incorporation for the corporation CINEVISTA INC. and also check 4203 for \$122.50.

If you need additional information kindly let me know at your convenience.

Sincerely



Jose E. Alvarez

5552 N.W. 194 Lane
Miami, FL 33055

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

007
8-28-95

ARTICLES OF INCORPORATION

OF

CINEVISTA, INC.

FILED

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be:

CINEVISTA, INC

ARTICLE II PURPOSE

The purpose or purposes for which the corporation is formed as follows, to wit:

To carry on the business of producing and presenting public entertainment, theatrical and otherwise, musical productions, ballets, moving picture and other entertainments; to provide, engage, and employ actors, dancers, singers, variety performers, athletes, and theatrical and musical artists; to produce and present to the public, all manner of shows, exhibitions, and amusements and to own, acquire, lease, operate, manage or control and sell, transfer, or otherwise dispose of theaters, halls, gardens, entertainment halls, or other places for public entertainment or amusement.

To own, operate, manage, acquire and deal in property, real and personal, which may be necessary to the conduct of the business.

Without limiting any of the purposes or powers of the corporation it shall have the power to do any one or more or all of the things set forth, and all other things likely, directly or indirectly, to promote the interests of the corporation. In the carrying on of its business it shall have the power to do any and all things and powers which a co-partnership or a natural person could do, either as a principal, agent, representative, lessor, lessee or otherwise, either alone or in conjunction with others, and in any part of the world. In addition, it shall have and exercise all rights, powers and privileges now belonging to or conferred upon corporations organized under the Business Corporation Law.

ARTICLE III PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

Belle Plaza
20 Inland Ave., Suite 708
Miami Beach, FL 33139

ARTICLE IV SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

100 Shares \$1.00 Par Value Each

ARTICLE V INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

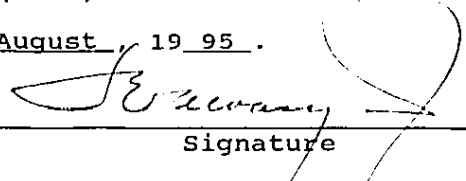
Jose E. Alvarez
5552 N.W. 194 Lane
Miami, FL 33055

ARTICLE VI INCORPORATOR(S)

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is(are):

Jose E. Alvarez
5552 N.W. 194 Lane
Miami, FL 33055

The undersigned incorporator(s) has(have) executed these Articles of Incorporation this 21 day of August, 1995.



Signature

Signature

Signature

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

Pursuant to the provisions of sections 607.0501 or 617.0501, 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: CINEVISTA, INC.

2. The name and address of the registered agent and office is:

JOSE E. ALVAREZ
(NAME)

5552 N.W. 194 Lane
(P.O. BOX NOT ACCEPTABLE)

MIAMI, FLORIDA 33055
(CITY/STATE/ZIP)

HAVING BEEN NAMED AS REGISTERED AGENT AND 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 *J. E. Alvarez*

DATE 8-21-95