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GOLDSTEIN & GOLDSTEIN

MAURICE W. GOLDSTEIN
S. WILLIAM GOLDSTEIN

SOLAR EXCHANGE BUILDING
24 NORTH MARKET STREET
JACKSONVILLE, FLORIDA 32202-2877
TELEPHONE (904) 353-4421
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August 24, 1995

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

4000001571308
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*****70.00 *****70.00

Dear Sir:

Please find enclosed Articles of Incorporation and Certificate Designating Resident Agent for GOSPEL VIDEO PRODUCTIONS, INC., and our check for \$70.00 to cover expenses for filing.

Please stamp the extra copy as "Received" and return same to me.

Respectfully yours,

S. William Goldstein
S. William Goldstein

SWG:ee

Enclosures

FILED
95 AUG 29 PM 2:41
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

8-29-95
10:27

FILED
95 AUG 29 PM 2:41
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
GOSPEL VIDEO PRODUCTIONS, INC.

The undersigned, desiring to organize a corporation under Chapter 607, Florida Statutes, sets forth the following:

ARTICLE I

The name of the corporation shall be GOSPEL VIDEO PRODUCTIONS, INC. The address of the principal office of the corporation and the mailing address of the corporation is 11465 Willet Court South, Jacksonville, Florida 32225.

ARTICLE II

The duration of the corporation shall be perpetual.

ARTICLE III

The general purpose for which the corporation is organized shall be any lawful business, for profit, for which corporations may be incorporated under Chapter 607, Florida Statutes.

ARTICLE IV

The aggregate number of shares which the corporation shall have authority to issue is 10,000 shares of non-assessable common stock, each share having a par value of \$1.00, which may be issued for such consideration having a value of not less than the par value of the shares issued therefor as to the board of directors shall be deemed appropriate.

ARTICLE V

The street address of the corporation's initial registered office is 11465 Willet Court South, Jacksonville, Florida 32225, and the name of its initial registered agent at that office is Frances Lynch. A written acceptance as required in §607.0501(3), Florida Statutes, is attached hereto and made a part hereof.

ARTICLE VI

The number of directors constituting the initial board of directors is one and the name and address of that person who shall serve as director is:

Frances Lynch
11465 Willet Court South
Jacksonville, Florida 32225

ARTICLE VII

The date and time of the commencement of the corporate existence shall be the day of the filing of these Articles of Incorporation with the Department of State of the State of Florida.

ARTICLE VIII

The shareholders shall have preemptive rights. The holders of common stock shall have preemptive rights to subscribe pro rata to their holdings for any common stock issued after the initial shares are issued.

ARTICLE IX

The name and address of the incorporator is:

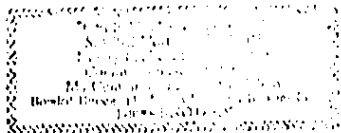
Frances Lynch
11465 Willet Court South
Jacksonville, Florida 32225

WITNESS the signature of the incorporator at Jacksonville,
Florida, on this 24th day of AUGUST, 1995.

Frances Lynch
Frances Lynch

STATE OF FLORIDA)
)ss.
COUNTY OF DUVAL)

The foregoing instrument was acknowledged before me on the
24th day of August, 1995, by Frances Lynch, who () is
personally known to me, or (x) has been identified by Florida
Driver's License.

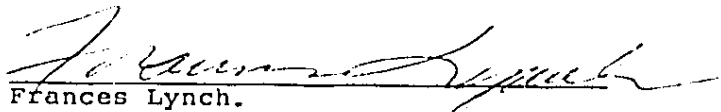


J. William Goldstein
Notary Public, State of Florida
at large.
Commission Number: CC 236942
Commission Expires: Nov. 27, 1996
Print Name: J. William Goldstein

**CERTIFICATE DESIGNATING PLACE OF BUSINESS
OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN
THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

In pursuance of applicable Florida Statutes, the following is submitted, in compliance with said law.:

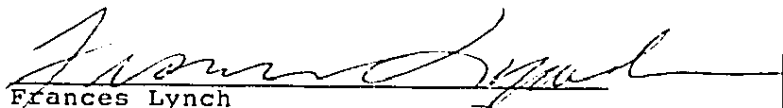
That GOSPEL VIDEO PRODUCTIONS, INC., desiring to organize under the laws of the State of Florida, with its registered office as indicated in the Articles of Incorporation at 11465 Willet Court South, Jacksonville, Florida 32225, has named Frances Lynch, located at 11465 Willet Court South, Jacksonville, Florida 32225, as its registered agent to accept service of process within this state.


Frances Lynch.

INCORPORATOR

ACKNOWLEDGMENT:

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


Frances Lynch

FILED
95 AUG 29 PM 2:41
SECRETARY OF STATE
TALLAHASSEE, FLORIDA