

P95000067743

AUGUST 7, 1995

SECRETARY OF STATE  
DIVISION OF CORPORATION  
THE CAPITAL  
TALLAHASSEE, FLORIDA 32304

000001565020  
-08/21/95--01055--003  
\*\*\*\*122.50 \*\*\*\*122.50

Dear Sirs:

RE: So-Be Video Connection, Inc.

Enclosed, please find an original and one copy of the Articles of Incorporation for the above, along with Check no# 3593 in the amount of \$122.50 to cover the costs.

Please return the certified copy of the Articles to my office.

Very truly yours,

*Martin S. Saxon*

MARTIN S. SAXON, Atty.  
542 N.W. 12th Avenue  
Miami, Florida 33136  
(305) 547-1234

FILED  
95 AUG 21 AM 10:41  
TALLAHASSEE, FLORIDA

AUG 22 1995 BSB

625  
W95-16886



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham  
Secretary of State

August 22, 1995

MARTIN S. SAXON, ATTY.  
542 N.W. 12TH AVENUE  
MIAMI, FL 33136

SUBJECT: SO-BE VIDEO CONNECTION, INC.  
Ref. Number: W95000016886

We have received your document for SO-BE VIDEO CONNECTION, INC. and check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The effective date is not acceptable since it is not within five working days of the date of receipt.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6925.

Brenda Baker  
Corporate Specialist

Letter Number: 695A00039200

8/30/95

*Mrs. Baker,*  
*Pursuant to our telephone, this date,*  
*I have changed the effective date to the*  
*Date of Filing. I understand the date*  
*to be Aug 21, 1995.*  
*I thank you for your cooperation.*  
*(S/B. Saxon)*

ARTICLES OF INCORPORATION

OF

FILED

95 AUG 21 AM 10:42

CLERK OF DISTRICT COURT  
TALLAHASSEE, FLORIDA

ARTICLE I

CORPORATE NAME

The name of this Corporation shall be:

So-Be Video Connection, Inc.

ARTICLE II

The Corporation may engage in any activity or business permitted under the laws of the United States and under the laws of the State of Florida.

ARTICLE III

CAPITAL STOCK

This Corporation is authorized to issue a maximum of \$1,500.00 Shares of Stock. The shares of stock authorized shall be Common Stock having a par value of 1.00 per share. The consideration to be paid for each share of stock shall be fixed by the Board of Directors.

ARTICLE IV

INITIAL REGISTERED AGENT AND INITIAL REGISTERED OFFICE

The Registered Agent for the purpose of complying with Florida law shall be MARTIN S. SAXON, ESQ.  
542 N.W. 12th Avenue  
Miami, Florida 33136  
and the principal post office address of the corporation shall be:

1671 1/2 ALTON ROAD  
MIAMI BEACH, FLORIDA 33139

ARTICLE V

This corporation shall have perpetual existence.

ARTICLE VI

BOARD OF DIRECTORS

The number of the Board of Directors may be altered from time to time by the By-Laws adopted by the Stockholders. However, the Corporation shall have no less than one (1) Director at any time.

ARTICLE VII

The name and post address of each member of the First Board of Directors:

NAME

ADDRESS

BEPNIE C. UMPIERRES

420 E. 59th Street  
Hialeah, Florida 33016

DAVID MOSCATEL

2750 N.E. 183rd Street  
Apt. 2209  
North Miami Beach, Florida

The members of the first Board of Directors shall hold office until the first annual meeting of the Stockholders of the Corporation.

ARTICLE VIII  
INCORPORATORS

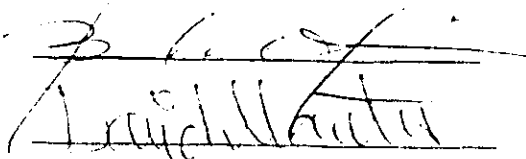
The name and post office address of the incorporator executing these Articles of Incorporation is as follows:

<u>NAME</u>	<u>ADDRESS</u>
BERNIE C. UMPIERRES	420 E. 59th Street Hialeah, Florida 33016
DAVID MOSCATEL	2750 N.E. 183rd Street Apt. 2209 North Miami Beach, Florida

ARTICLE IX  
COMMENCEMENT DATE

The effective date of this corporation shall be the date of Filing.

THE UNDERSIGNED Incorporator, (s) BERNIE C. UMPIERRES DAVID MOSCATEL for the purpose of forming a Corporation to do business within the State of Florida, does make and file these Articles of Incorporation, hereby declaring and certifying that the facts herein stated are true.

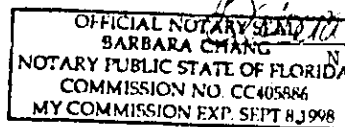


STATE OF FLORIDA     )  
                              SS  
COUNTY OF DADE     )

BE IT REMEMBERED that on this day before me, Notary Public

fully authorized in the State and County named above to take acknowledgments, personally appeared BERNIE C. UMPIERRES DAVID MOSCATEL to me known to be the person described as Incorporator in the foregoing Articles of Incorporation, and he acknowledged before me that he executed said Articles of Incorporation.

WITNESS my hand and official seal at Miami, Dade County, Florida this 4th day of AUGUST, 1995.



I ACCEPT DESIGNATION AS REGISTERED AGENT OF THIS CORPORATION.

A handwritten signature, likely "Martin S. Saxon", written in ink over a horizontal line.