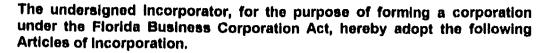
P960000000001

Department of State Division of Corporations P. O. Box 6327 Tallahassee, FL 32314 SUBJECT: USA VIDEO PRODUCTION ING. (Proposed corporate name - must include suffix) Enclosed is an original and one (1) copy of the articles of incorporation and a check for: \$70.00 \$78.75 \$122.50 \$131.25 Filing Fee, Certified Copy Filing Fee Filing Fee Filing Fee & Cartified Copy & Certificate & Certificate 300001684733 -01/10/96--01095--001 ****122.50 ****122.50 FROM: DONALD SUTTON SUTTON & ASSOCIATES 5850 LAKEHURST DRIVE SUITE 100 ORLANDO FL 32819-8386 City, State & Zip 345-8282 Donald Sutton GAVE AUTHORIZATION BY PHONE TO

DATE 1-12-96 DOC. EXAM 46

1-12-96

ARTICLES OF INCORPORATION OF USA VIDEO PRODUCTION, INC.



Article I, Name
The name of the corporation shall be:
USA Video Production, Inc.

Article II, Mailing Address
The mailing address of this corporation shall be: 5750 Major Blvd., Suite 275, Orlando, Fl., 32819.

Article III, Shares
The number of shares of stock that this corporation is authorized to have outstanding at any one time is:
500 Shares with \$ 1.00 Par Value.

Article IV, Initial Registered Agent and Street Address The name and address of the initial registered agent is: Antonio Jose de Sousa 5750 Major Blvd., Ste. 275, Orlando, Fl., 32819.

Article V, Incorporator.

The name and address of the Incorporator to these Articles of Incorporation is:

Antonio Jose de Sousa Address 5750 Major Blvd. Ste. 275, Orlando, Fl., 32819. Continuation, Pag.2

Article VI, Purpose.

The purpose of this corporation shall be to film and produce, films, video tapes, and also sell, commerce, import and export video related equipment and services, as well as to be the representative of other companies if so is desired. This Corporation will trade with international and national corporations and individuals alike, always respecting the regulations existing in those areas. These objectives should not affect the capability to do all other businesses under the Laws of the United States of America and the State of Florida.

Article VII, Initial Board of Directors and Officers.

The names and Post Office Addresses of the members of the first board of directors and Officers are:

Antonio Jose de Sousa - President, Treasurer and Director

Mannel Jose Turres - Vice President, Secretary and Director

Postal address at:

5750 Major Blvd. Ste 275, Orlando, Fl., 32819.

Continuation, Pag. 3

Affidavit

State of Florida, Orange County.

Before me this day personally appeared Antonio Jose de Sousa, who being duly sworn, depose and say that she is the Incorporator of USA Video Production, Inc. and is hereby duly authorized, responsible and apt to Incorporate according to the Statutes or the State of Florida.

Antonio Jose de Sousa

Sworn to and subscribed before me this January 03rd , 1996.

Donald Sutton Notary Public

DONALD A. SUTTON Notary Public, State of Florida My Comm. Expires May 31, 1998 No. CC 376691 Bonded This Official Natary Service



CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 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.

FLORIDA.			· 等高。
1. The name of the corporation is:_	US A	VIDEO	PRUDUCTION
2. The name and address of the registered agent and office is:			
ANTONIO JOSE DE SOUSA			
5750 MAJUR BLUD STE 275			
(P.C). Box <u>not</u> acceptal	ble)	
ORLANDO FL. 32 8/9 (City/State/Zip)			
Having been named as registered a above stated corporation at the place the appointment as registered agent to comply with the provisions of all smance of my duties, and I am familial as registered agent.	gent and to acce te designated in t t and agree to ac statutes relating t r with and accep	ept service of prothis certificate, I tin this capacity to the proper and t-the obligations	cess for the hereby accept . I further agree I complete perfor- of my position
(Signature)		Dode	10. Sula.

DONALD A. SUTTON Notary Public, State of Florida My Comm. Expires May 31, 1998 No. CC 376691 Bonded Thru Official Natury Dervice INC.