

1201 HAYS STREET  
TALLAHASSEE, FL 32301  
904-222-9171  
904-201-1111

800-342-8006



*Patricia Poyts*  
700001734887

ACCOUNT NO. : 072100000032

REFERENCE : 869491

AUTHORIZATION :

*Patricia Poyts*

COST LIMIT : \$ 420.00

ORDER DATE : March 5, 1996

ORDER TIME : 11:52 AM

ORDER NO. : 869491

CUSTOMER NO: 7105913

700001734887

CUSTOMER: Mr. Raul Lara  
MR. RAUL LARA

3440 S.W. 7th Street

Miami, FL 33135

DOMESTIC FILING

NAME: VERTIGO MULTI-MEDIA  
CORPORATION

EFFECTIVE DATE:

ARTICLES OF INCORPORATION  
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY  
 PLAIN STAMPED COPY  
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Tom O'Connell

EXPIRES: UNLIMITED

FILED  
96 MAR -6 PM 12:50  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
RECEIVED  
96 MAR -6 PM 3:01  
DIVISION OF CORPORATION

T. BROWN MAR - 7 1996

ARTICLES OF INCORPORATION  
OF  
VERTIGO MULTI-MEDIA CORPORATION

FILED  
96 MAR -6 PM 12:50  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

VERTIGO MULTI-MEDIA CORPORATION

The address of the principal office of this corporation shall be 3440 Southwest 7th Street, Miami, Florida 33135, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock having no par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 1201 Hays Street, Tallahassee, Florida 32301, and the name of the initial registered agent of the corporation at that address is Corporation Service Company.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have 1 Director, initially. The name and address of the initial member of the Board of Directors is:

Raul Lara

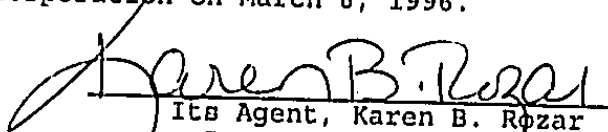
3440 Southwest 7th Street  
Miami, Florida 33135

ARTICLE VII. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation:

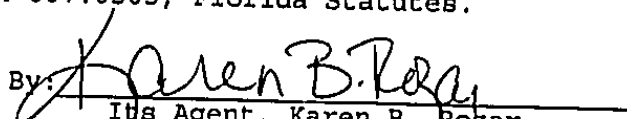
Corporate Agents, Inc.  
1201 Hays Street  
Tallahassee, Florida 32301

The undersigned incorporator has executed these Articles of Incorporation on March 6, 1996.

  
Its Agent, Karen B. Rozar  
Incorporator

ACCEPTANCE OF REGISTERED AGENT DESIGNATED  
IN ARTICLES OF INCORPORATION

Corporation Service Company, a Delaware corporation authorized to transact business in this State, having a business office identical with the registered office of the corporation named above, and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

By:   
Its Agent, Karen B. Rozar

Authorized Service Representative  
Corporation Service Company