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TELEPHONE
1 305 443-4800

PLEASE RETURN TO:

J. Allan Cross, Jr.
Certified Public Accountant

1700 PONCE DE LEON BLVD

CORAL GABLES, FLA 33134

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. _____
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
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4. _____
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NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

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96 MAR 11 PM 2:04
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

5082
3/14/96

ARTICLES OF INCORPORATION
OF
VIDEO SPOT CORPORATION

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ARTICLE I
CORPORATE NAME

The name of the corporation is Video Spot Corporation

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE II
NATURE OF CORPORATE BUSINESS

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

ARTICLE III
CAPITAL STOCK

The Corporation is authorized to issue and have outstanding at any one time ten thousand (10,000) shares of one class of common stock having a par value of ten cents (\$.10) per share. The consideration to be paid for each share shall be fixed by the Board of Directors.

ARTICLE IV
PREEMPTIVE RIGHTS

The stockholders shall have no preemptive rights.

ARTICLE V
INITIAL REGISTERED AGENT AND OFFICE

The Corporation's initial registered agent and registered office in the State of Florida is:
Juan Pernas
15480 N.W. 77 Court
Hialeah, FL 33016

ACKNOWLEDGEMENT AND CONSENT OF REGISTERED AGENT:

Having been named Initial Registered Agent to accept service of process on the Corporation at the Initial Registered Office designated in these Articles of Incorporation, I hereby accept such status and consent to act in this capacity and agree to comply with all the requirements of law pertaining thereto.


REGISTERED AGENT

ARTICLE VI
INITIAL BOARD OF DIRECTORS

The number of Directors constituting the initial Board of Directors is one (1).

ARTICLE VII
INITIAL DIRECTOR


The name and address of the sole member of the initial Board of Directors is:

Juan Pernas
15480 N.W. 77 Court
Hialeah, FL 33016

ARTICLE VIII
INCORPORATOR

The name and address of the incorporator executing these Articles of Incorporation is:

Juan Pernas
15480 N.W. 77 Court
Hialeah, FL 33016

By: 
INCORPORATOR

STATE OF FLORIDA
COUNTY OF DADE

I hereby certify that on this day, before me, a Notary Public duly authorized in the state and county named above to take acknowledgements, personally appeared

Juan Pernas, to me personally known to me known to be the person described as subscriber in and who executed the foregoing articles of incorporation, and acknowledged before me that he subscribed to those articles of incorporation.

WITNESS my hand and official seal in the county and state name above this 1 day of

March 19 96.

