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Barbara's Personal Services
PARALEGAL & SECRETARIAL

SUITE 2A
152 8th AVENUE S.W.
LARGO, FLORIDA 34640-3613

WILLS & TYPING
BANKRUPTCY & DIVORCE
INCORPORATIONS

TELEPHONE 813 559-8505
FACSIMILE 584-1462

April 1, 1996

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

RECEIVED
-04/04/96-11005-0004
*****78.75 *****78.75

TRANSMITTAL LETTER

SUBJECT: VID-Art Productions, INC.

Enclosed is an original and one (1) copy of the articles of incorporation and a check for:
Seventy-eight & 75/100 dollars (\$78.75) for Filing Fee and Certificate.


FROM: Barbara S. Hicks

152 8th Avenue, S.W., Suite 2A

Largo, Florida 34640-3613

(813) 559-8505

Sincerely,



Barbara S. Hicks

FILED
96 APR -4 AM 8:24
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

The undersigned incorporators, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be: **VID-Art Productions, Inc.**

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

6822 118th Place, N.
Largo, Florida 34641

ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is: One thousand (1,000) shares.

ARTICLE IV

INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

Andrew D. Hopping
6822 118th Place, N.
Largo, Florida 34641
(813) 536-1994

ARTICLE V INCORPORATORS

The names and street addresses of the incorporators to these Articles of Incorporations are:

Andrew D. Hopping (Director and President);

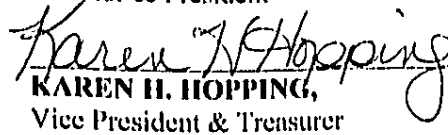
Karen H. Hopping (Vice President and Treasurer)

6822 118th Place, N.
Largo, Florida 34640-3616
(813) 559-8505

The undersigned incorporators have executed these Articles of Incorporation this 1st day of April, 1996.



ANDREW D. HOPPING,
Director & President



KAREN H. HOPPING,
Vice President & Treasurer

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of section 607.0501, 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.

1. The name of the corporation is: VID-ART PRODUCTIONS, INC.
2. The name and address of the registered agent and office is:

Andrew D. Hopping
6822 118th Place, N.
Largo, Florida 34640-3613
(813) 536-1994

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.


ANDREW D. HOPPING

April 1, 1996.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA