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BRIAN R. LOE

Attorney at Law

3070 West Lake Mary Boulevard  
Lake Mary, Florida 32746  
(407) 323-6128

April 26, 1996

Florida Department of State  
Division of Corporations  
409 East Gaines Street  
Tallahassee, Florida 32301

600001812796  
-05/08/96--01028--006  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

RE: World Wide Movies, Inc.  
Kelley Stockton  
Our file 6-47 / BL-13

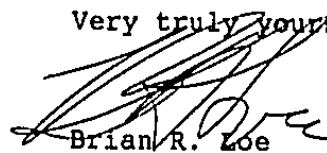
TO WHOM IT MAY CONCERN;

Enclosed are the Articles of Incorporation for **World Wide Movies, Inc.**, and the Certificate of Registered Agent. I will need a certificate of status for this corporation. I have enclosed a check for Seventy Eight Dollars and Seventy Five Cents (\$78.75) drawn upon my trust account payable to the Secretary of State in payment of your fee for filing the articles, filing the designation (\$70.00) and, a certificate of status (\$8.75).

Do not hesitate to make a collect phone call to me if everything is not in order.

Thank you for your attention to this matter.

Very truly yours,

  
Brian R. Loe

FILED  
96 MAY -7 AM 9:40  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

BRL:McC

Enclosures: Articles  
Certificate Registered Agent  
Check \$78.75

MAY 14 1996

BSB

\* ARTICLES OF INCORPORATION \*  
for  
\* World Wide Movies, Inc. \*

FILED

96 MAY -7 AM 9:40

In compliance with the requirements of F.S. Chapter 607, the undersigned, Kelley Stockton, being a natural person, do hereby act as an Incorporator in adopting and filing the following Articles of Incorporation for the purpose of organizing a business Corporation.

ARTICLE I

The name of the Corporation is World Wide Movies, Inc.

ARTICLE II

The existence of the Corporation shall begin upon the filing and acceptance of these articles by the Secretary of State of the sovereign State of Florida.

ARTICLE III

The street address of the initial principal office of the corporation is located at 1040 Abada Court, Northeast #111, Palm Bay FL 32905. The initial mailing address of the Corporation is also 1040 Abada Court, Northeast #111, Palm Bay FL 32905.

ARTICLE IV

The maximum number of shares of stock that this company is authorized to issue and have outstanding at any one time is 10,000 shares of voting common stock having no par value. Transfer of any share of this class of stock is subject to a right of first refusal of the other shareholders. All common shares shall be identical with each other in every respect and the holders thereof shall be entitled to one vote for each share upon all matters on which shareholders have the right to vote.

ARTICLE V

The initial street address of the Corporation's registered office is 3070 West Lake Mary Blvd, Lake Mary FL 32746. The initial registered agent for the Corporation at that address is BRIAN R. LOE. The board of directors may move the registered office and change the registered agent from time to time as it deems appropriate.

ARTICLE VI

The Corporation shall have three directors initially. The number of directors may be increased or diminished from time to time by the by-law adopted by the shareholders but shall never be less than one.

#### ARTICLE VII

The names of the initial directors of this Corporation and their addresses are:

KELLEY STOCKTON  
1040 ABADA CT, NE #111  
PALM BAY FL 32905

JEFF NUCKOLS  
221 CHALET AVENUE  
INDIALANTIC FL 32903

HERBERT FIELDS  
2223 PALM PLACE DR  
PALM BAY FL 32905

The persons named as initial directors shall hold office until their successors have been elected or appointed and qualified.

#### ARTICLE VIII

The name and address of the person signing these articles as Incorporator is Kelley Stockton, 1040 Abada Court, Northeast #111, Palm Bay FL 32905.

#### ARTICLE IX

The Corporation may indemnify its directors, officers, employees and agents to the fullest extent permitted by law.

#### ARTICLE X


These articles may be amended as provided by Florida Law. Additionally, these articles may be amended by a written statement signed by all of the directors and all of the shareholders manifesting their intent that a certain amendment of these articles be made.

IN WITNESS WHEREOF, the undersigned, as Incorporator, has executed the foregoing Articles of Incorporation on this 25th day of April, 1996.

  
Kelley Stockton  
Incorporator

STATE OF FLORIDA  
COUNTY OF SEMINOLE

BEFORE ME, a Notary Public, personally appeared Kelley Stockton, who provided identification in the form of a valid and current Drivers License, and signed the foregoing Articles of Incorporation, and acknowledged before me as well that he subscribed to these Articles of Incorporation on the 25th day of April, 1996 for purposes expressed in them.

  
Carolyn J. McCarthy  
NOTARY PUBLIC  
State of Florida at Large

CAROLYN J. MCCARTHY  
My Commission CC303101  
Expires Jul. 27, 1997  
Bonded by HAI  
910-422-1555

My Commission Expires: 7/27/97

**CERTIFICATE DESIGNATING REGISTERED OFFICE  
AND  
REGISTERED AGENT WITHIN THIS STATE**

World Wide Movies, Inc., desiring to organize under the laws of the State of Florida with its principal place of business in Seminole County, Florida has named BRIAN R. LOE as its agent to accept service of process within this state at a registered office address of 3070 West Lake Mary Blvd., Lake Mary FL 32746.

By: Kelley Stockton  
Kelley Stockton,  
Incorporator

4/25/96  
DATED: April 25, 1996

**ACKNOWLEDGMENT**

Having been named to accept service of process for World Wide Movies, Inc., at the place designated in the Articles of Incorporation, the undersigned is familiar with and accepts the obligations of that position pursuant to F.S. 607.0501(3).

By: Brian R. Loe  
BRIAN R. LOE  
Attorney at Law  
Fla. Bar # 722560  
3070 W. Lake Mary Blvd.  
Lake Mary FL 32746  
407 323-6128

4/25/96  
DATED: April 25, 1996

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA