

P96000046727

TRANSMITTAL LETTER

Department of State
Division of Corporation
P. O. Box 6327
Tallahassee, Fl. 32314

SUBJECT: NEW VIDEO CORPORATION

200001842102
05/23/96--01026--015
*****70.00 *****70.00

Enclosed, please find an original of the Articles of Incorporation for
the above corporation and check in the amount of \$70.00.

From:

Celia J. Garcia Negrin
10841 SW 75 Street
Miami, Fl. 33173-2782

Ph: (305) 270-7977 Res.
Ph: (305) 593-7072 Off.

D. BROWN JUN - 3 1996

**ARTICLES OF INCORPORATION
OF
NEW VIDEO CORPORATION**

The undersigned subscribers to these Articles of Incorporation, each a natural person competent to contract, hereby associate themselves together to form a corporation under the laws of the State of Florida.

ARTICLE I.

NAME

The name of this Corporation is: **NEW VIDEO CORPORATION.**

ARTICLE II.

NATURE OF BUSINESS

The general nature of business to be transacted by this Corporation is: Publishing and Advertising.

The practice of law by graduate attorneys licensed to practice in the State of Florida, the furnishing of related services and the lease of purchase of such real and personal property as is necessary for this rendering of this practice.

The investment of funds in real estate, mortgages, stocks, bonds or any other type of investments.

To contract debts and borrow money, issue and sell or pledge bonds, debentures, notes and other evidences of indebtedness, and execute such mortgages, transfers of corporate property, or other instruments to secure the payment of corporate indebtedness as required.

To purchase the corporate assets of, merge, or consolidate with any other domestic corporation engaged in the same character of business.

The redemption, purchase, retention, sale and transfer of its own capital stock.

The creation of employee benefit plans and trusts incidental thereto.

To contract debts and borrow money, issue and sell, or pledge bonds, debentures, and notes, and other evidence of indebtedness, and execute such mortgages, transfers of corporate property, or other instruments, to secure the payment of corporate indebtedness as required.

To purchase the corporate assets of any other corporation and engage in the same, or other character of business.

To guarantee, endorse, purchase, hold, sell, transfer, mortgage, pledge or otherwise acquire, or dispose of the shares of capital stock of, or any bonds, securities, or other evidences of indebtedness, created by any other corporation of the State of Florida, or any other state of government, and while owner of such stock, to exercise all of the rights, powers and privileges of ownership, including the right to vote such stock.

III.

CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is:

1000 SHARES of common stock, having nominal per value of: \$0.01

IV

INITIAL CAPITAL

The amount of capital with which this corporation will begin business is not less than \$100.00

V.

TERMS OF EXISTENCE

This corporation shall exist perpetually.

VI.

ADDRESS

The initial post office address of the principal office of this corporation in the State of Florida is: 11352 S.W. 69 Street, Miami, Florida 33173.

The Board of Directors, may from time to time, move the principal office of the corporation to any other address in the State of Florida.

VII.
DIRECTORS

This Corporation shall be exercised by a board of One (1) or more directors initially. The number of directors may be increased or diminished, from time to time, by By-Laws adopted by the stockholders, but shall never be less than One (1).

VIII.
INITIAL DIRECTORS

The names and addresses of the members of the First Board of Directors are:

<u>NAME</u>	<u>ADDRESS</u>
Alberto H. Alzuri	11352 S.W. 69 Street Miami, Florida 33173


IX.
SUBSCRIBERS

The names and addresses of each subscribers of these ARTICLES OF INCORPORATION, the number of shares, each agrees to take and the value of the consideration are:

<u>NAME</u>	<u>ADDRESS</u>	<u>SHARES</u>	<u>CONSIDERATION</u>
Alberto H. Alzuri	11352 SW 69 St. Miami, Fl. 33173	50	
Barbara T. Valdes	550 NW 51 Ave. Apt. 35 Miami, Fl. 33126	50	

These ARTICLES OF INCORPORATION, may be amended in the manner provided by Law. Every amendment shall be adopted by the Board of Directors, proposed by them, to the Stockholders, and approved at a Stockholder's Meeting, by a majority of the stock entitled to vote therein, unless all the Directors and all the Stockholders sign a written statement manifesting their intention that a certain amendment of these ARTICLES OF INCORPORATION be made.

SUBSCRIBERS

Alberto H. Alzuri: 

STATE OF FLORIDA)
)
) SS:
COUNTY OF DADE)

I HEREBY CERTIFY that on this day, before me an officer duly authorized in the State and County named above to take acknowledgments, personally appeared,

ALBERTO H. ALZURI

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 the same.

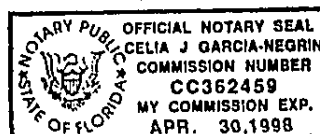
NEW VIDEO CORPORATION

WITNESS, by hand and seal, in the County of Date, State of Florida, on the 20th day of May, 1996.



Celia J. Garcia-Negrin
NOTARY PUBLIC, State of Florida
at Large

My Commission Expires:



CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR
THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON
WHOM PROCESS MAY BE SERVED.



In pursuance of Chapter 48.091, Florida Statutes, the following is
submitted, in compliance with said act:

FIRST, that **NEW VIDEO CORPORATION**
desiring to organize under the Laws of the State of Florida with its
principal office, as indicated in the ARTICLES OF INCORPORATION, at
City of Miami, County Dade, State of Florida, has named Lizbeth Jimenez,
550 NW 51 Avenue, Apt. 35, Miami, FL. 33126, City of Miami, County
Dade, State of Florida at its Agent to accept service of process within
this State.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above
stated corporation, at place designated in this certificate, with the
provisions of said Act to keeping open said office.



Registered Agent