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Richard Randall
Requestor's Name
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*****70.00 *****70.00

Office Use Only

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

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(Corporation Name) (Document #)
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- Walk in Pick up time _____ Certified Copy
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NEW FILINGS	
<input checked="" 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

FILED
96 MAR 29 AM 8:49
SECRETARY OF STATE
TALAHASSEE, FLORIDA

6-5-96

ARTICLES OF INCORPORATION
OF
FORESIGHT PRODUCTIONS LIMITED, INC.

FILED
96 MAY 29 AM 8:49
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

WE, the undersigned, in order to form a corporation under and pursuant to the provisions of the Laws of the state of Florida for the purposes set forth below, hereby subscribed to these Articles of Incorporation.

ARTICLE I

The name of the corporation shall be:

FORESIGHT PRODUCTIONS LIMITED, INC.

ARTICLE II

The purposes and general nature of the business to be conducted and transacted by the corporation shall be as follows:

A. To do and transact any and all business as permitted under the laws of the State of Florida and the United States of America.

B. To enter into Research and Development activities leading to the creation of contracts for and /or the direct production of Audio and Video Products and Infomercials.

C. To enter into contracts for the purchase and/or sale of Television Air Time related to (B.) above.

D. To draw, make, accept, endorse, discount, execute and issue promissory notes, bills of exchange, or other negotiable instruments, including bonds, debentures, or other

obligations of this corporation, whether secured by mortgage, pledge, or otherwise, or unsecured, for money borrowed, or in payment for property purchased or acquired, or for other lawful objects.

E. To guarantee, purchase, hold, sell, assign, transfer, mortgage, pledge, or otherwise dispose of the shares of capital stock, or any bonds, securities, or other evidences of indebtedness, created by any corporation and while owner of such stock or evidences or indebtedness, to exercise all of the rights, powers and privileges of ownership, including the right to vote according to the rights of said instruments and agreements.

F. To purchase, hold, sell, and transfer shares of its own capital stock; subject, however, to such limitations as may be provided by law; and provided further, that shares of its own capital stock owned by the corporation shall not be voted upon directly or indirectly nor counted as outstanding for the purpose of any stockholder's quorum or vote.

Without limiting any of the purposes, powers and objects of this corporation, it is expressly declared and provided that this corporation shall have power in carrying on its own business, or for the purpose of accomplishment of any of the purposes or attainment of the objects hereinabove specified, to make and perform contracts of any kind and description and to do any and all other acts and things, and to exercise any and all powers, either as principal, agent or broker, conferred by the Laws of Florida upon

corporations, and which a partnership or natural person could do and exercise, and which now or hereafter may be authorized by law.

ARTICLE III

The number of shares of stock that this corporation is authorized to have outstanding at any time is 10,000 shares at ONE DOLLAR per share (\$ 1.00) par value.

ARTICLE IV

The amount of capital with which this corporation shall begin business shall be \$1,000.00

ARTICLE V

The existence of this corporation shall be perpetual.

ARTICLE VI

The principle office of this corporation shall be located at:

2202 WEST AZEELE
HYDE PARK
TAMPA, FLORIDA 33606-1718

ARTICLE VII

The Board of Directors of this corporation shall consist of not less than 1 but nor more than 6 members.

ARTICLE VIII

The names and addresses of the first Board of Directors, who shall, subject to these Articles of Incorporation, By-Laws, and the Laws of Florida, hold office for the first year of the corporation's existence, or until their successors shall have been elected and qualified, are as follows:

<u>NAME</u>	<u>ADDRESS</u>
Wajed Salam	8206 Seville Blvd. Clearwater, Florida 34624
Robert Dignard-Fung	3225 South MacDill #112 Tampa, Florida 33629
Renee Dignard-Fung	3225 South MacDill #112 Tampa, Florida 33629
Richard A. Randall CPA	4320 North Walnut Muncie, Indiana 47303
Zane Roberts	218 Skiff Point Clearwater, Florida 34630

ARTICLE IX

The Registered Agent and the registered office for this corporation will be:

Richard A. Randall CPA
2202 West Azeele
Tampa, Florida 33606

ARTICLE X The names and addresses

of each subscriber to these

Articles of Incorporation are as follows:

<u>NAME</u>	<u>ADDRESS</u>
Wajed Salam	8206 Seville Blvd. Clearwater, Florida 34624
Robert Dignard-Fung	3225 South MacDill #112 Tampa, Florida 33629
Renee Dignard-Fung	3225 South MacDill #112 Tampa, Florida 33629
Richard A. Randall CPA	4320 North Walnut Muncie, Indiana 47303
Zane Roberts	218 Skiff Point Clearwater, Florida 34630

The Officers of the corporation until the first meeting of the corporation Board of Directors, or until successors are elected, shall be:

WAJED SALAM
RICHARD A. RANDALL

President
Secretary

ARTICLE XII

This corporation shall be initially governed by the stockholders, notwithstanding other provisions of these Articles of Incorporation. At the discretion of the initial sole stockholder or the successor of all shares of the stockholder, or when there are two or more stockholders owning stock in the corporation, at a meeting held for that purpose, stockholders may elect to operate with a Board of Directors and officers as provided elsewhere in these Articles of Incorporation. At such time, there shall be elected a minimum of one (1) director who shall hold office for one (1) year after their election or until their successors are elected or appointed and have qualified. The stockholders shall also elect such persons to fill the offices of: PRESIDENT, VICE-PRESIDENT(s), SECRETARY/TREASURER, and such other offices as are permitted by the By-Laws of the corporation. The officers shall serve for one (1) year after their election or until their successors are elected or appointed and have qualified. The manner and form of electing or appointing officers and directors shall be set out in the By-Laws.

ACKNOWLEDGMENT AND CONSENT OF REGISTERED AGENT

Having been made initial Registered Agent to accept service of process of 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 of the requirements of law pertaining thereto.



REGISTERED AGENT

FILED
95 MAY 29 AM 8 49
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

IN WITNESS WHEREOF, we have herunto made, subscribed
and acknowledged these Articles of Incorporation.

WITNESS _____

R. A. Randall
REGISTERED AGENT

WITNESS _____

STATE OF Indiana
COUNTY OF Delaware ^{SS:}

I HEREBY CERTIFY that on this day personally appeared
R. A. Randall to me was personally known to
be the same described in and who executed these Articles of
Incorporation and did not take an oath, and acknowledged the
Articles to be the act and deed of the subscriber(s) and that
the facts set forth therein are true.

WITNESS my hand and seal at Munies, In.
County, Delaware this 28 day of May
1996.

My Commission Expires:

9-7-98

Ella Mae Lemen
NOTARY PUBLIC

Print: ELLA MAE LEMEN

Commission No. 415825