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TRANSMITTAL LETTER

06 JUN 96 11:05 AM
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Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

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-06/20/96--01032--016
***131.25 ***131.25

SUBJECT: MAJOR STEARS CORP INT INC.
(Proposed corporate name - must include suffix)
MOTION PICTURES

Enclosed is an original and one (1) copy of the articles of incorporation and a check for :

- \$70.00 Filing Fee
 - \$78.75 Filing Fee & Certificate
 - \$122.50 Filing Fee & Certified Copy
 - \$131.25 Filing Fee, Certified Copy & Certificate
- Additional Copy Required**

FROM: WILLIAM ROY BUTMAN SR.
Name (printed or typed)

3050 NW 87TH ST
Address

MIAMI, FLORIDA 33149-0008
City, State & Zip

Daytime Telephone number

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will wait.

NOTE: Please provide the original and one copy of the articles.

SAB
6/20/96

ARTICLES OF INCORPORATION

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be:

MAJOR STARS CORP. INT. INC.
MOTION PICTURES

ARTICLE II PRINCIPAL OFFICE

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

3050 NW 87TH ST
MIAMI, FL. 33147-0000

ARTICLE III SHARES

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

40,000,000

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

WILLIAM ROY BUTMAN SR
3050 NW 87TH ST
MIAMI, FL. 33147-0000

ARTICLE V INCORPORATOR(S)

See instructions for officers/directors

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is(are):

WILLIAM ROY BUTMAN SR
2050 NW 87TH ST
MIAMI, FL 33142-0000

The undersigned incorporator(s) has(have) executed these Articles of Incorporation this

20 day of JUNE, 1996.

(An additional article must be added if an effective date is requested.)

William Roy Butman Sr.
Signature

Signature

Signature

Notarization is not required

NOTE: Affixing an officer title after a signature of an incorporator does not constitute the designation of officers.

**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: MAJOR STARS CORP. INT. INC.
MOTION PICTURES
2. The name and address of the registered agent and office is:

WILLIAM ROY BUTMAN SR.
(NAME)

3050 NW 87th ST
(P.O. Box or Mail Drop Box **NOT** ACCEPTABLE)

MIAMI, FLORIDA, 33142-0000
(CITY/STATE/ZIP)

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.

William Roy Butman Sr.
(SIGNATURE)

20 JUNE 1996
(DATE)