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TRANSMITTAL LETTER

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Department of State Division of Corporations P. O. Box 6327 Tallahussee, FL 32314

50000001969529 -06/20/96--01092--016 ****191.25 ****191.25

SUBJECT: MS JOR STEARS CORP INT INC.

(Proposed corporate name - must include suffix)

MITION PICTURES

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

\$70.00 \$78.75 \$1100 Fee & Certificate

Filling Fee & Certificate

Additional Copy Required

FROM: WILLIAM ROY BUTMAN SAL.

Name (printed or typed)

3050 NW 897" ST

Address

MIAMI FLORINA 33:49-0008

City, State & Zip

Daytime Telephone number

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

FAR POR

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 1 NAME

The name of the corporation shall be:

MAJOR STEARS CORP. INT. INC.

ARTICLE II PRINCIPAL OFFICE

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

3050 NW 87" 51 MINMI, 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 87711 ST MIAMI, FL. 33142-0000

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 SM POSE NW 8914 SI MINMIN TO SEP49. COR

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

20 day of JUNE , 19 96 .

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

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:	MAUOR	575 KS	ORP	<u> </u>
			PICTURES		
2.	The name and address of the registered agent and office is:				
	MILLIAN KOY BUT MAN SK.				
	3050 NW (P.O. Bo	x or Mail Drop Box NO	ACCEPTABLE)	_	(*) (*)
	MIAMI.	FLARIDA . (CITY/STATE/ZIP)	33147-0000		1,1 1,2 2,4 3,4 1,1

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.

(SIGNATURE) (DATE)