

1201 HAYS STREET
TALLAHASSEE, FL 32301-1607
(904) 224-1100 FAX

800-142-8086

P916000055337



PRESTIGE HALL
LEGAL & FINANCIAL SERVICES ACCOUNT NO. : 072100000032

REFERENCE : 004475 5011226

AUTHORIZATION : *Patricia Pyzdek*

COST LIMIT : \$ 122.50

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 JUN 28 PM 9:58

ORDER DATE : June 28, 1996

ORDER TIME : 9:52 AM

ORDER NO. : 004475

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CUSTOMER NO: 5011226

CUSTOMER: Melissa L. Wilson, Legal Asst
GRAY HARRIS & ROBINSON

S.e. Bank Building, Suite 1200
201 E. Pine Street
Orlando, FL 32801

DOMESTIC FILING

NAME: MEDIAVISION PRODUCTIONS, INC.

EFFECTIVE DATE:

XXX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XXX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Unassigned *DAN SMITH*
EXAMINER'S INITIALS:

RECEIVED
95 JUN 28 PM 1:23
DIVISION OF CORPORATIONS

JP 6/2/96

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DIVISION OF CORPORATIONS
96 JUN 28 AM 9:50

**ARTICLES OF INCORPORATION
OF
MEDIAVISION PRODUCTIONS, INC.**

ARTICLE I - NAME

The name of this corporation is MediaVision Productions, Inc. The mailing address of the corporation shall be 1557 Spruce Road, Melbourne, Florida 32935.

ARTICLE II - DURATION

This corporation shall exist perpetually.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business for which corporations may be incorporated under Chapter 607, Florida Statutes.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 50,000 shares of \$.01 par value common stock.

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation shall be:

201 East Pine Street
Suite 1200
Orlando, Florida 32801

The name of the initial registered agent of this corporation at that address shall be:

Jack K. McMullen

ARTICLE VI - INITIAL BOARD OF DIRECTORS

A. This corporation shall have five (5) directors initially. The number of directors may be either increased or diminished from time to time in accordance with the Bylaws, but shall never be less than one (1).

B. The names and addresses of the initial directors of this corporation are as follows:

<u>Name</u>	<u>Street Address</u>
Amy Stugart	1557 Spruce Road Melbourne, Florida 32935
Steven VandeBogart	1557 Spruce Road Melbourne, Florida 32935
Brian Gibbins	1557 Spruce Road Melbourne, Florida 32935
Nancy Gibbins	1557 Spruce Road Melbourne, Florida 32935
John Lynch	1557 Spruce Road Melbourne, Florida 32935

ARTICLE VII - INCORPORATOR

The name and address of the person signing these Articles

is:

<u>Name</u>	<u>Address</u>
Jack K. McMullen	201 East Pine Street Suite 1200 Orlando, FL 32801

ARTICLE VIII - BYLAWS

The power to adopt, alter, amend or repeal Bylaws shall be vested in the Board of Directors and the Shareholders.

ARTICLE IX - AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 27th day of June, 1996.



Jack K. McMullen
Incorporator

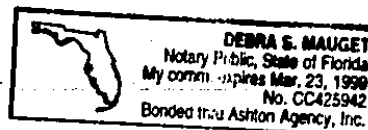
STATE OF FLORIDA)
)
COUNTY OF ORANGE)

The foregoing Articles of Incorporation were acknowledged, before me, on June 27, 1996, by Jack K. McMullen, who is personally known to me and did not take an oath.



Notary Public

My Commission Expires: 3/23/99



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96 JUN 20 AM 9:50

CERTIFICATE OF ACCEPTANCE AS REGISTERED AGENT

Having been named as the registered agent in the Articles of Incorporation of MEDIAVISION PRODUCTIONS, INC., I hereby accept and agree to act in this capacity.


Jack K. McMullen

nlv\media\art.inc