

096000063991



ACCOUNT NO. : 072100000032

REFERENCE : 037918 4303929

AUTHORIZATION : *Patricia Pyjst*

COST LIMIT : \$ 122.50

ORDER DATE : July 31, 1996

ORDER TIME : 9:47 AM

ORDER NO. : 037918

CUSTOMER NO: 4303929

CUSTOMER: Ms. Sheryl C. Vainstein  
GREENBERG TRAURIG HOFFMAN  
LIPOFF ROSEN & QUENTEL, P. A.  
20th Floor  
1221 Brickell Avenue  
Miami, FL 33131-3238

DOMESTIC FILING

NAME: MT ACQUISITION SUB, INC.

EFFECTIVE DATE:

XXX ARTICLES OF INCORPORATION  
       CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XXX CERTIFIED COPY  
XXX PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Donna Kendrick

EXAMINER'S INITIALS:

*g*  
*7/31/96*

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
96 JUL 31 PM 1:13

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## ARTICLE II

## ARTICLE II

### ARTICLE III

### ARTICLE III

## ARTICLE IV

## ARTICLE IV

**The Corporation shall hold a special meeting of shareholders only:**

- ## ARTICLE V

## ARTICLE V

## ARTICLE VI

## ARTICLE VI

**Brad Krassnor**  
**930 Washington Avenue, 5th Floor**  
**Miami Beach, Florida 33139**

Fern Watts  
Fern S. Watts, Incorporator

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ARTICLES OF MERGER  
Merger Sheet

.....  
MERGING:

MT ACQUISITION SUB, INC., a Florida corporation P96000063991

INTO

MOVETIME ENTERTAINMENT, INC., a Florida corporation, P95000042991

File date: August 28, 1996

Corporate Specialist: Annette Hogan

Account number: 072100000032

Account charged: 122.50