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Division of Corporations
Department of State
P. O. Box 6327
Tallahassee, FL 33301

FILED
08/07/1996
08/07/96 - 0116,790 - 0113
***122,000 - ***122,000

08/07/1996

RE: GOLDEN EYE ADVERTISING & PRODUCTION COMPANY - Incorporation of
OUR FILE NUMBER: 3374

Gentlemen:

Enclosed please find two (2) originals of the Articles of Incorporation for GOLDEN EYE ADVERTISING & PRODUCTION COMPANY and our trust account check in the amount of \$122.50 representing your cost for filing the Articles of Incorporation.

Please proceed to immediately file the enclosed Articles of Incorporation, then return a certified copy of the Secretary's Certificate to the undersigned along with one copy of the Articles.

Thank you for your prompt attention to this matter.

Very truly yours,

GOTTLIEB & GOTTLIEB, P.A.


Bruce M. Gottlieb

BMG/aw
Enclosures

8/14/96
JP

ARTICLES OF INCORPORATION
OF
GOLDEN EYE ADVERTISING & PRODUCTION COMPANY

FILED
JAN 12 PM 11
1963

The Undersigned for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopt the following Articles of Incorporation:

ARTICLE ONE

NAME

The name and principal address of the corporation is GOLDEN EYE ADVERTISING & PRODUCTION COMPANY, at Suite 492, 1489 West Palmetto Park Road, Boca Raton, FL 33486.

ARTICLE TWO

DURATION

The term of existence of the corporation is perpetual.

ARTICLE THREE

PURPOSE

The corporation may transact any and all lawful business for which corporations may incorporate under the Florida General Corporation Act.

ARTICLE FOUR

CAPITAL STOCK

The aggregate number of shares which the corporation has authority to issue is five thousand (5,000), all of which shall be common shares with a par value of \$1.00.

ARTICLE FIVE

PRE-EMPTIVE RIGHTS GRANTED

Each shareholder of any class of stock of this corporation shall be entitled to full pre-emptive rights to purchase any unissued or treasury shares of the corporation and any securities of the corporation convertible into or carrying a right to subscribe to or acquire shares of any such unissued or treasury shares.

ARTICLE SIX

REGISTERED OFFICE

The street address of the initial registered office of the corporation is 125 North 46 Avenue, Hollywood, Florida 33021, and the name of the initial registered agent is at such address is Bruce M. Gottlieb.

ARTICLE SEVEN

DIRECTORS

The Board of Directors of the Corporation shall consist of one (1). The number of directors is to be set by the shareholders at a meeting called for that purpose.

The names and addresses of the first Board of Directors are:

ANGELO OLIVERI

1489 West Palmetto Park Road
Boca Raton, FL 33486

ARTICLE EIGHT

INCORPORATORS

The name and address of the incorporator is:

NAME

ADDRESS

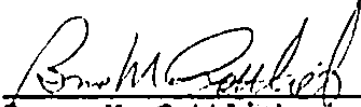
Bruce M. Gottlieb

125 North 46th Avenue
Hollywood, FL 33021

FILED
05 AUG 12 PM 12:11
NOTARY PUBLIC
FLORIDA

IN WITNESS WHEREOF, I have subscribed my name, on this
_____ day of _____, 1996.

I hereby am familiar with and accept the duties and
responsibilities as registered agent for said corporation.



Bruce M. Gottlieb
Incorporator and Registered Agent

STATE OF FLORIDA
COUNTY OF BROWARD

The foregoing instrument was acknowledged before me this _____
day of _____, 1996, by Bruce M. Gottlieb, who is
personally known to me or has produced _____ as
identification and did take an oath.

Notary Public
My Commission Expires: