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PRESTIGE HALL
LEGAL & FINANCIAL SERVICES

ACCOUNT NO. : 072100000032

REFERENCE : 091101 4374820

AUTHORIZATION : Patricia Payette

COST LIMIT : \$ 122.50

ORDER DATE : September 19, 1996

ORDER TIME : 10:09 AM

ORDER NO. : 091101

500001982055

CUSTOMER NO: 4374820

CUSTOMER: Herbert D. Sturman, Esq
FIERSTEIN & STURMAN

1875 Century Park East
15th Floor
Los Angeles, CA 90067

DOMESTIC FILING

NAME: MIAMI STAR, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Danny G. Smith

EXAMINER'S INITIALS:

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 SEP 19 PM 3:32

RECEIVED
96 SEP 19 PM 1:18
DIVISION OF CORP. SEC.
9/19/96

FILED
CLERK OF STATE
CORPORATIONS

96 SEP 19 PM 3:32

ARTICLES OF INCORPORATION
OF
MIAMI STAR, INC.

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

MIAMI STAR, INC.

The address of the principal office of this corporation shall be c/o Timestar, Inc. 110 East 9th Street, Los Angeles, California 90019, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 100,000 shares of common stock having no par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 1201 Hays Street, Tallahassee, Florida 32301, and the name of the initial registered agent of the corporation at that address is Corporation Service Company.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation:

Corporation Service Company
1201 Hays Street
Tallahassee, Florida 32301

IN WITNESS WHEREOF, the undersigned agent of Corporation Service Company, has hereunto set their hand and seal of Corporation Service Company on September 19, 1996.

CORPORATION SERVICE COMPANY

By: Deborah D. Skipper
It's Agent, Deborah D. Skipper

FILED
OFFICE OF STATE
CORPORATIONS

ACCEPTANCE OF REGISTERED AGENT DESIGNATION 35 SEP 19 PM 3:32
IN ARTICLES OF INCORPORATION

Corporation Service Company, a Delaware corporation authorized to transact business in this State, having a business office identical with the registered office of the corporation named above, and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

CORPORATION SERVICE COMPANY

By: Deborah D. Skipper
It's Agent, Deborah D. Skipper

GMC/dgs