

10/16/96 WED 15:07 FAX 3053589490

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FLORIDA DIVISION OF CORPORATIONS

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((H96000014576 8)))

TO: DIVISION OF CORPORATIONS

FAX #: (904)922-4001

FROM: MURAI, WALD, BIONDO, MORENO, P.A.
CONTACT: NIURKA ALONSO
PHONE: (305)358-5900

ACCT#: 076150002103

FAX #: (305)358-9490

NAME: FINANCESUR ENTERTAINMENT, INC.

AUDIT NUMBER.....H96000014576

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..0

PAGES..... 6

CERT. COPIES.....0

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96 OCT 16 AM 8:14
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

10-16-96
996A-47598
JD

FAX AUDIT NUMBER:
H96000014576

ARTICLES OF INCORPORATION
OF
FINANCESUR ENTERTAINMENT, INC.

10/15/96

The undersigned subscriber to these Articles of Incorporation hereby forms a corporation under the laws of the State of Florida.

ARTICLE I
NAME

The name of the corporation is FINANCESUR ENTERTAINMENT, INC.

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE II

DURATION AND BEGINNING OF CORPORATE EXISTENCE

The corporation shall exist perpetually. The date when the corporate existence of this corporation shall begin shall be October 15, 1996.

ARTICLE III

NATURE OF BUSINESS

This corporation is organized for the purpose of transacting any or all lawful business.

PREPARED BY:
M. CRISTINA MORENO, ESQUIRE
MURRAY WALD RICHMOND & MORENO, P.A.
900 INDEPENDENCE BUILDING
25 SOUTHEAST SECOND AVENUE
MIAMI, FLORIDA 33131
(305) 358-5900
FLORIDA BAR NO. 359721

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ARTICLE IV
CAPITAL STOCK

The corporation is authorized to have outstanding one class of stock designated as common stock. The maximum number of shares of common stock which the corporation is authorized to have outstanding is 1,000 shares of Common Stock at a par value of \$1.00 per share. Each holder of common shares shall have one vote for each such share held of record on all matters submitted for shareholder approval. There shall be no cumulative voting. Holders of Common Stock shall not have pre-emptive rights to subscribe to the corporation's securities. Except as otherwise specifically required by law, or except as specifically provided in these articles of incorporation, all matters requiring shareholder approval shall require an affirmative vote of a majority of the shares voting thereon.

ARTICLE V
INITIAL REGISTERED OFFICE AND AGENT AND
PRINCIPAL OFFICE AND/OR MAILING ADDRESS

The street address of the initial registered office of the corporation in the State of Florida is 1866 Wakeena Drive, Miami, Florida 33133 and the name of the initial registered agent of this

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corporation at that address is Henry L. Corona. The Principal Office and/or mailing address will be the same as the Registered Office.

ARTICLE VI

INCORPORATOR

The name and address of the incorporator to these Articles of Incorporation is Murai, Wald, Biondo & Moreno, P.A., 25 S.E. 2nd Avenue, Suite 900, Miami, Florida 33131.

ARTICLE VII

BYLAWS

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

ARTICLE VIII

INDEMNIFICATION

The corporation shall indemnify, to the full extent permitted by law, any officer, director, employee or agent of the corporation, or any former officer, director, employee or agent of the corporation, or any person who at the request of the corporation is or was serving as a director, officer, employee or

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agent of another corporation, partnership, joint venture, trust or other enterprise.

ARTICLE IX

AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment thereto.

ARTICLE X

INITIAL BOARD OF DIRECTORS

The corporation shall have two (2) directors initially. The number of directors may be increased or decreased from time to time by amendment to, or in the manner provided in, the bylaws of the corporation.

The names and street addresses of the initial directors are:

Henry L. Corona
1866 Wakeana Drive
Miami, Florida 33133

Brian Snyder
4669 Woodcliff Circle
Anderson, Indiana 46012

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IN WITNESS WHEREOF, the undersigned incorporator has executed
these Articles of Incorporation this 15th day of October, 1996.

Murai, Wald, Biondo
& Moreno, P.A.

By:


M. Cristina Moreno
Incorporator

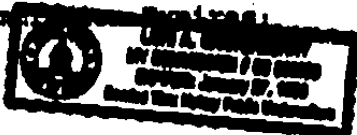
STATE OF FLORIDA)
) SS.
COUNTY OF DADE)

The foregoing instrument was acknowledged before me this 15th
day of October, 1996 by M. CRISTINA MORENO who is (✓) personally
known to me or () has produced n/a as
identification.

NOTARY PUBLIC


Print Name: Leli A. Carterberry

My Comm.



10/16/96 WED 15:08 FAX 3053589490

MWB & M

OCT-15-96 TUE 12:41 FINANCEBUR, INC.

1 225 2250547

9007

For Henry Corona

From Lori Cantanberry

10-15-96 12:13PM p. 1 of 1

CERTIFICATE OF REGISTERED AGENT

OF

FINANCEBUR ENTERTAINMENT, INC.

FAX/AUDIT NUMBER:
H96000014576

FILED
OCT 16 AM 8 14
CLERK OF STATE
TALLAHASSEE, FLORIDA

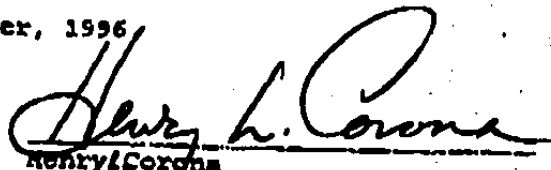
Pursuant to Fla. Stat. §607.0501 the following is submitted:

That FINANCEBUR ENTERTAINMENT, INC. desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation, at City of Miami, County of Dade, State of Florida, has named Henry/Corona, located at 1866 Wakana Drive, Miami, Florida 32133, as its agent to accept service of process within this State.

ACKNOWLEDGMENT

Having been named to accept service of process for the above stated corporation, at the place designated in this Certificate, the undersigned hereby accepts to act in this capacity, and agrees to comply with the provision of said Act relative to the obligations of such registered agent, with which the undersigned acknowledges it is familiar.

Dated this 15th day of October, 1996


Henry/Corona

Q:\MWB\FINANCE.BUR
Oct 15, 1996 12:11 pm

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