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James R. Lupfer
6968 Town Harbour Boulevard, #2220
Boca Raton, Florida 33433
(954) 480-9100

FILED
96 OCT 21 AM 10:59
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

October 4, 1996

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

RE: DIFFERENT ASPECT PRODUCTIONS, INC.

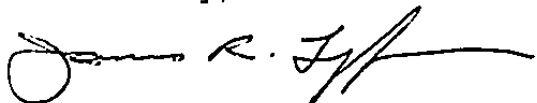
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****122.50 ****122.50

Gentlemen:

Enclosed please find proposed Articles of Incorporation for ONE (1) new Florida Corporation, DIFFERENT ASPECT PRODUCTIONS, INC., along with my check in the amount of \$122.50.

Please place these documents in line for processing. Thank you very much.

Sincerely,



James R. Lupfer

enclosures

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OF

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. NAME. The name of the Corporation is: DIFFERENT ASPECT PRODUCTIONS, INC.

3. PURPOSE. The purpose is to engage in any activities or business permitted under the laws of the United States and Florida.

5. PRINCIPAL OFFICE. The address of the principal office of the corporation is as follows:

6. INITIAL REGISTERED AGENT. The name and address of the initial registered agent of the corporation is as follows:

6968 Town Harbour Blvd., #2220
Boca Raton, Florida 33433

The name and address of the initial directors of the corporation are:

NAME

ADDRESS

James R. Lupfer

6968 Town Harbour Blvd., #2220
Boca Raton, Florida 33433

Raymond Myers

4500 SW 75th Avenue
Miami, Florida 33155

Howard G. Goodwin

1815 NW 6th Avenue
Margate, Florida 33063

8. INCORPORATOR. The name and address of the incorporator is:

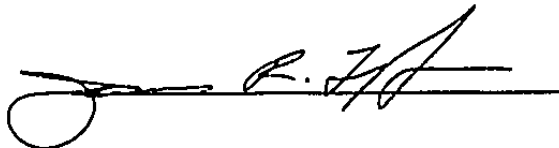
NAME

ADDRESS

James R. Lupfer

6968 Town Harbour Blvd., #2220
Boca Raton, Florida 33433

IN WITNESS WHEREOF, the undersigned incorporator has
executed these Articles of Incorporation this 4th day of
October, 1996.



STATE OF FLORIDA)

) SS

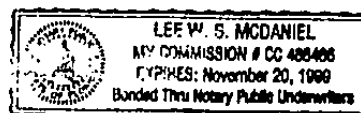
COUNTY OF BROWARD)

BEFORE ME, the undersigned authority, personally appeared
JAMES R. LUPFER, to me well known to be the person described in
and who executed the foregoing Articles of Incorporation, and he
acknowledged to and before me, that he executed the same for the
purposes therein expressed.

4th IN WITNESS HEREOF, I have hereunto set my hand and seal this
day of October, 1996.


NOTARY PUBLIC, State of Florida

MY COMMISSION EXPIRES:



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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CERTIFICATE DESIGNATING REGISTERED AGENT UPON
WHOM PROCESS MAY BE SERVED WITHIN THIS STATE

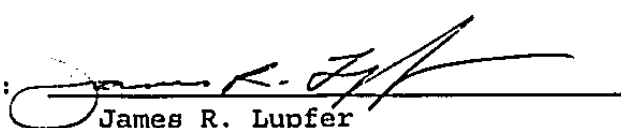
In pursuance of Chapter 48.091 of the Florida Statutes, the following is submitted in compliance with said Act:

FIRST, that DIFFERENT ASPECT PRODUCTIONS, Inc., a Florida corporation qualified to do business under the laws of this State, has appointed JAMES R. LUPFER as its agent to accept service of process within this State at the following address:

James R. Lupfer
6968 Town Harbour Blvd., #2220
Boca Raton, Florida 33433

Having been named to accept service of process for the above stated corporation, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

By:


James R. Lupfer

October 4, 1996