

P96000089977
TRANSMITTAL LETTER

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

SUBJECT: VIDEO-PRO INTERNATIONAL, INC.

300001989163--6
-10/29/96--01126--001
*****78.75 *****78.75

Enclosed is an original one (1) copy of the articles of incorporation and check for:

_____\$70.00
Filing Fee

___X___\$78.75
Filing Fee &
Certificate

_____\$122.50
Filing Fee &
Certified Copy

_____\$131.25
Filing Fee &
Certified Copy &
Certificate

FROM: A.B.Y. PARALEGAL, INC.
ADDRESS: 175 FONTAINEBLEAU BLVD SUITE 2G6-A
MIAMI, FLORIDA 33172

TELEPHONE: 305-226-0800

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AWARE OF SIMILAR
CORP NAME DOC# P94-56947

nc NOV 1 1996

ARTICLES OF INCORPORATION

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be:

VIDEO-PRO INTERNATIONAL, INC.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

P.O.BOX 822623
SOUTH FLORIDA, FL 33082-2623

ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

1000 AT NO PAR VALUE

ARTICLE IV INITIAL REGISTERED AGENT AND ADDRESS

The name of the initial registered agent is :

JAVIER MARIN
16199 S.W. 2ND DRIVE
PEMBROKE PINES, FL 33027

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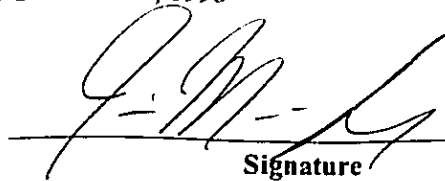
ARTICLE V INCORPORATOR(S)

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is(are):

CEO/PRESIDENT: JAVIER MARIN
16199 S.W. 2ND DRIVE
PEMBROKE PINES, FL 33027

VICE-PRESIDENT: MANUEL VIDAL
16199 S.W. 2ND DRIVE
PEMBROKE PINES, FL 33027

The undersigned incorporator(s) has(have) executed these Articles of Incorporation
this 23 Day of OCTOBER, 1996


Signature


Signature

Signature

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 OR 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is:

VIDEO-PRO INTERNATIONAL, INC.

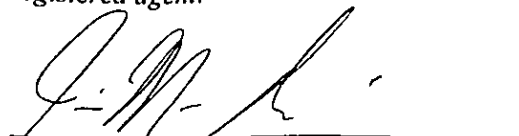
2. The name and address of the registered agent and office is:

JAVIER MARIN
16199 S.W. 2ND DRIVE
PEMBROKE PINES, FL 33027

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Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.


Signature

16199 SW 2nd DR
Pembroke Pines, FL
33027