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FLORIDA DIVISION OF CORPORATIONS  
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TO: DIVISION OF CORPORATIONS

FAX #: (904)922-4001

FROM: FAB-T CORP. AGENTS, INC.  
CONTACT: LIDIA FERNANDEZ  
PHONE: (305)599-0839

ACCT#: 071001002335

FAX #: (305)716-0346

NAME: IMAGE MEDIA PRODUCTIONS, INC.

AUDIT NUMBER.....H96000016662

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

CERT. OF STATUS..1

PAGES..... 3

CERT. COPIES.....0

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AUDIT NUMBER ON THE TOP AND BOTTOM OF ALL PAGES OF THE DOCUMENT

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**ARTICLES OF INCORPORATION****OF****IMAGE MEDIA PRODUCTIONS, INC.**

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

**ARTICLE I NAME**

The name of the corporation shall be: **IMAGE MEDIA PRODUCTIONS, INC.**

The principal place of business of this corporation shall be: 333 University Drive #207  
Coral Gables, Fl 33134

**ARTICLE II NATURE OF BUSINESS**

This corporation may engage in or transact 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 aggregate number of shares of stock and its value that this corporation is authorized to have outstanding at any one time is: 1,000 Shares at \$5.00 Par Value.

**ARTICLE IV TERM OF EXISTENCE**

This corporation is to exist perpetually.

**ARTICLE V OFFICERS DIRECTORS**

The name(s) and street address(es) of the initial officer(s) and director(s), if any, who shall hold office the first year of the corporation's existence or until their successor(s) is(are) elected, is(are):

**PRESIDENT: Diego Pocovi 333 University Drive #207 50% Of the Shares**  
Coral Gables, Fl 33134

**V/PRESIDENT: Guillermo J. Gomez 50% Of the Shares**  
8730 S.W. 133rd Ave. Road #317-10  
Miami, Fl 33183

Prepared by: **Diego Pocovi**  
333 University Drive #207  
Coral Gables, Fl 33134  
(305) 445-1028

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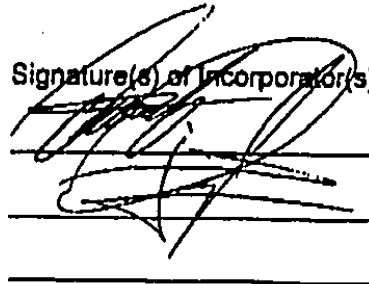
**ARTICLE VI INCORPORATOR(S)**

The name(s) and street address(es) of the incorporator(s) to this articles of incorporation is(are):

Diego Pocovi                      333 University Drive #207  
Guillermo J. Gomez Coral Gables, FL 33134

**IN WITNESS WHEREOF**, the undersigned incorporator(s) has(have) executed these Articles of Incorporation this 25th day of November, 1996.

Signature(s) of Incorporator(s)

A handwritten signature in black ink, appearing to be "Diego Pocovi", is written over three horizontal lines. The signature is stylized and somewhat cursive.

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

Pursuant to the provisions of Section 607.325, 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 \_\_\_\_\_

IMAGE MEDIA PRODUCTIONS, INC.

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

Diego Pocovi 333 University Drive #207  
(P.O. BOX NOT ACCEPTABLE)

Coral Gables, Fl 33134  
(CITY/STATE/ZIP)

SIGNATURE \_\_\_\_\_

(corporate officer)

TITLE VICE-President.

DATE 11-25-96

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325, FLORIDA STATUTES.

SIGNATURE \_\_\_\_\_

DATE 11-25-96

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