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VIA Federal Express

December 4, 1996

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

800002021146--B
-12/05/96--01065--019
***122.50 ***122.50

Re: J.R.F. Productions, Inc.

Dear Sir/Madam:

Enclosed please find the original Certificate of Incorporation of J.R.F. Productions, Inc., Certificate designating resident agent and our check to cover the following:

Filing Fee	\$35.00
Resident Agent Fee	35.00
Certified Copy	52.50
	<u>\$122.50</u>

Please return a Certified Copy.

Very truly yours,


YELEN & YELEN, P.A.


JAN A. YELEN

JAY:hr

Enclosures

FILED
96 DEC -5 PM 1:04
SECRETARY OF STATE
TALLAHASSEE, FLORIDA


12/5/96

ARTICLES OF INCORPORATION

OF

J.R.F. PRODUCTIONS, INC.

FILED

96 DEC -5 PM 1:04

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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 1 NAME

The name of the corporation shall be:

J.R.F. PRODUCTIONS, INC.

ARTICLE II PRINCIPAL OFFICE

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

6415 S.W. 83rd Street, Miami, Florida 33143

ARTICLE III CAPITAL STOCK

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

50 share with no par value, total capitalization of \$500.00.

ARTICLE IV INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is:

JON FEINBERG

6415 S.W. 83rd Street
Miami, Florida 33143

ARTICLE V INCORPORATOR(S)

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

JON FEINBERG


6415 S.W. 83rd Street
Miami, Florida 33143

ARTICLE VI PREEMPTIVE RIGHTS AND BUSINESS PURCHASES

The shareholders shall have the preemptive right to acquire unissued or treasury shares or securities convertible or carrying the right to subscribe to or acquire shares of the Corporation.

The shares of other corporations or going businesses may be purchased by the Corporation in return for the issuance of its capital stock and said purchase shall be on such basis and for such consideration and the issuance of such amounts of capital stock as the Directors may determine. All such acquisitions shall be ratified by the Shareholders before they shall be effective.

The undersigned has(have) executed these Articles of Incorporation this 3rd day of December, 1996.



Signature/Title President

Signature/Title

Signature/Title

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

FILED

Pursuant to the provisions of section 607.0501, 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: J.R.F. PRODUCTIONS, INC.
2. The name and address of the registered agent and office is:
JON FEINBERG
(NAME)
6415 S.W. 83rd Street
(P.O. BOX NOT ACCEPTABLE)
Miami, Florida 33143
(CITY/STATE/ZIP)

SIGNATURE

Jon Feinberg
(corporate officer)

TITLE President

DATE December 3, 1996

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

Jon Feinberg

DATE December 3, 1996