



THE UNITED STATES
CORPORATION
COMPANY

P96000103677

ACCOUNT NO. : 072100000032

REFERENCE : 201574 119520A

AUTHORIZATION :

Patricia Pzygalski

COST LIMIT : \$ 70.00

ORDER DATE : December 26, 1996

ORDER TIME : 10:28 AM

ORDER NO. : 201574-005

CUSTOMER NO: 119520A

2000012038502--S

CUSTOMER: Ms. Ivon Gallo
L & I GALLO ACCOUNTING

1200 Danbury Avenue

Davie, FL 33325

DOMESTIC FILING

NAME: PROGESA PRODUCTIONS, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Richard W Whittaker

EXAMINER'S INITIALS:

FILED
96 DEC 25 11:10:04
RECEIVED
96 DEC 26 PM 1:57
DIVISION OF CORPORATION
FLORIDA

Dmc 12/27/96

**ARTICLES OF INCORPORATION OF
PROGESA PRODUCTIONS, INC.**

FILED
96 DEC 26 11:10:04
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION OF
PROGESA PRODUCTIONS, INC.**

The undersigned, for the purpose of forming a corporation under the Florida
Business Corporations Act do hereby adopt the following Articles of Incorporation:

**ARTICLE I
NAME**

The name of the corporation is **PROGESA PRODUCTIONS, INC.**

**ARTICLE II
OFFICES**

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

**9300 N.W. 25TH STREET
SUITE 208
MIAMI, FL 33172**

The corporation may have such other offices, either within or without the State of
Florida, as the board of directors may designate, or as the business corporation may
require from time to time.

**ARTICLE III
PURPOSE**

The general purposes for which the corporation is organized are:

1. To engage in general services, including but not limited to:
2. To transact any other lawful business for which corporations may be
incorporated under the Florida Business Corporation Act.

**ARTICLE IV
CAPITALIZATION AND SHARES**

The number of shares which the corporation is authorized to issue is 1000 common shares at 5.00 par value.

**ARTICLE V
REGISTERED AGENT**

The name and address of the initial registered agent shall be:


**ALFREDO SCHWARZ
9300 N.W. 25TH STREET
SUITE 208
MIAMI, FL 33172**

**ARTICLE VI
DIRECTORS**

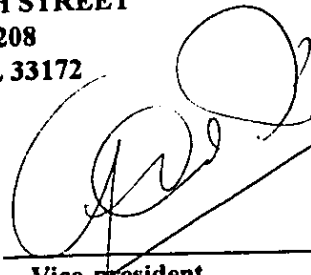
The number of directors constituting the initial board of directors is/are (3). The name and address of each director is:

**ALFREDO SCHWARZ
9300 N.W. 25TH STREET
SUITE 208
MIAMI, FL 33172**

**GASTON COLON
9300 N.W. 25TH STREET
SUITE 208
MIAMI, FL 33172**



President



Vice-president

**ARTICLE VII
INCORPORATES**

The name and address of each incorporate is:

**ALFREDO SCHWARZ
9300 N.W. 25TH STREET
SUITE 208
MIAMI, FL 33172**

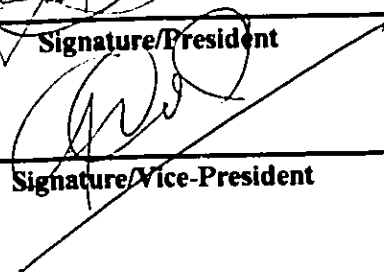
**GASTON COLON
9300 N.W. 25TH STREET
SUITE 208
MIAMI, FL 33172**

The undersigned has (have) executed these Articles of Incorporation this

22 day of December, 1996



Signature/President



Signature/Vice-President

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96 DEC 26 11:10:04
FLA

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

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 statements in designating the registered office / registered agent, in the state of Florida.

1. The name of the corporation is: **PROGESA PRODUCTIONS, INC.**
2. The name and address of the registered agent and office is:

**ALFREDO SCHWARZ
9300 N.W. 25TH STREET
SUITE 208
MIAMI, FL 33172**



Signature/corporate officer

Title Vice-President

Date 12/22/96

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in the 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

Date 12/22/96