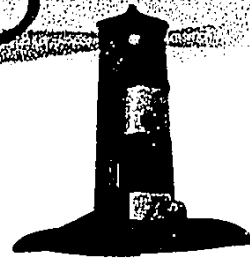




**VICON INTERNATIONAL
CONSULTING SERVICES, INC.**

1020 N.W. 6th Street, Bldg. H & I
Deerfield Beach, Florida 33442



February 3, 1997

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

200002080052--8
-02/06/97--01048--002
*****70.00 *****70.00

RE: CAPRI PRODUCTIONS, INC

Dear Sir:

Enclosed is an original and one (1) copy of the Articles of Incorporation and a check for filing fee and certificate in the amount of \$70.00.

PLEASE RETURN THE STAMPED COPY OF ARTICLES TO:

STEPHEN M. GOODMAN
1020 NW 6TH ST, BLDG H&I
DEERFIELD BEACH, FL 33442

FILED
97 FEB -6 AM 9:17
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

KR
2.7.97

ARTICLES OF INCORPORATION

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

ARTICLE I NAME

The name of the corporation shall be:

CAPRI PRODUCTIONS, INC

ARTICLE II PRINCIPAL OFFICE

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

**1020 NW 6TH ST, BLDG H&I
DEERFIELD BEACH, FL 33442**

ARTICLE III SHARES

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

ONE THOUSAND (1000)

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

**STEPHEN M. GOODMAN
1020 NW 6TH ST, BLDG H&I
DEERFIELD BEACH, FL 33442**

ARTICLE V OFFICERS AND DIRECTORS

President/Director: John Badame; Sec/treas: Joy Mancuso
Address: 1020 NW 6th St, Bldg, H&I, Deerfield Beach, FL 33442

ARTICLE VI INCORPORATOR

The name and address of the incorporator to these Articles of Incorporation is:

**STEPHEN M. GOODMAN
1020 NW 6TH ST, BLDG H&I
DEERFIELD BEACH, FL 33442**

The undersigned incorporator has executed these articles of incorporation the 18th day of November, 1996


Stephen M. Goodman

FILED
97 FEB -6 AM 9:17
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**CERTIFICATE OF DESIGNATION OF
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 STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is: Capri Productions, Inc

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

Stephen M. Goodman
(NAME)

1020 NW 6th St, Bldgs H&I
(P.O. Box or Mail Drop Box **NOT** ACCEPTABLE)

Deerfield Beach, FL 33442
(CITY/STATE/ZIP)

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

97 FEB -6 AM 9:17

FILED

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.

Stephen M. Goodman
(SIGNATURE)

2/3/77
(DATE)