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2/18/97

FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS

FAX #: (904)922-4001

FROM: ACE INDUSTRIES, INC.
CONTACT: PAM FRIEDMAN
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ACCT#: 070744001530

FAX #: (305)358-7832

NAME: DIGITIME PRODUCTIONS, INC.
AUDIT NUMBER.....H97000002823
DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.
CERT. OF STATUS..0
CERT. COPIES.....1

PAGES..... 1
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H97-2823

ARTICLES OF INCORPORATION

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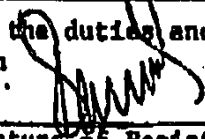
Article 1: Name of Corporation DIGITIME PRODUCTIONS, INC. 97 FEB 19 PM 3:26
Address of Corporation 2920 NORTHWEST 7th STREET
MIAMI, FLORIDA 33125 SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Article 2: CAPITAL STOCK: The number of shares which the corporation has authorized to be outstanding at any one time is 100, with a par value of \$1.00. (PAR VALUE is NOT REQUIRED).

Article 3: REGISTERED OFFICE:

and PAUL STEVENS
REGISTERED NAME: 2127 BRICKELL AVENUE Suite 3802
MIAMI, FLORIDA 33129

I am familiar with and hereby accept the duties and responsibilities as registered agent for said corporation.

 2/18/97
Signature of Registered Agent Date

Article 4: The Board of Directors are: (Board of Directors is NOT REQUIRED)
First listed is President. Second is Secretary/Additional Directors.

1. PAUL STEVENS

2127 BRICKELL AVENUE SUITE 3802

MIAMI, FLORIDA 33129

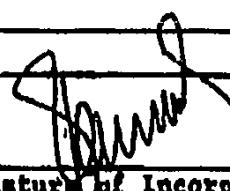
Article 5: The Name and Address of the INCORPORATOR is:

PAUL STEVENS

2127 BRICKELL AVENUE SUITE 3802

MIAMI, FLORIDA 33129

In witness whereof I have subscribed my name


Signature of Incorporator

PAUL STEVENS

H97-2823

Prepared by:

ACE INDUSTRIES, INC.
54 NW 11th Street
Miami, FL 33138
305-358-2571