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DUFRESNE & ASSOCIATES, P.A.

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231 ROYAL PALM WAY
PALM BEACH, FLORIDA 33480

RESPOND TO:
WELLINGTON OFFICE

12788 FOREST HILL BOULEVARD
WELLINGTON, FLORIDA 33414

February 25, 1997

Via Federal Express

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****122.50 ****122.50

Secretary of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

Re: KEVIN WEAVER INTERNATIONAL PRODUCTIONS, INC.

Dear Sir/Madame:

Enclosed please find the original and two (2) duplicate copies of the Articles of Incorporation of the above-captioned proposed corporation. The duplicates have been subscribed and acknowledged by the incorporator in the same manner as the original.

A check in the amount of \$122.50 is enclosed to cover the following costs:

Filing Fee	\$35.00
Certified Copy	52.50
Registered Agent Fee	35.00

TOTAL \$122.50

FILED
97 MAR -4 AM 8:58
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Please endorse your approval of the Articles of Incorporation on the two (2) duplicate copies, certify and return them to me.

Very truly yours,

Dufresne & Associates, P.A.

Donald P. Dufresne

DPD/ms
Enclosure

DPD
3/10/97

ARTICLES OF INCORPORATION

OF

KEVIN WEAVER INTERNATIONAL PRODUCTIONS, INC.

FILED

97 MAR -4 AM 8:58

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

KEVIN WEAVER INTERNATIONAL PRODUCTIONS, INC.

The address of the principal office of this corporation shall be:

Kevin R. Weaver

2434 Players Court

West Palm Beach, Florida 33414

and the mailing address shall be:

Kevin R. Weaver

2434 Players Court

West Palm Beach, Florida 33414

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in 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 specifically including but not limited to television and video production for distribution on the international market.

ARTICLE III. AUTHORIZED SHARES

The Corporation shall be authorized to create and issue 1,000 shares of Common Stock having a par value of \$1.00 per share.

The whole or any part of the authorized shares of the Corporation may be issued for a

ARTICLE IV. ADDRESS

The street address of the initial registered office of the corporation shall be 12788 Forest Hill Boulevard, Suite 2003, Wellington, Florida 33414, and the name of the initial registered agent of the corporation at that address is Donald P. Dufresne, Esquire.

ARTICLE V. TERM OF EXISTENCE

The corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have one (1) Director, initially. The name and street address of the initial member of the Board of Directors is:

Kevin R. Weaver

2434 Players Court

West Palm Beach, Florida 33414

ARTICLE VII. OFFICERS

The name and address of the initial officer of the corporation who shall hold office for the first year of the corporation, or until his successor is elected or appointed is:

Kevin R. Weaver	President
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Kevin R. Weaver	Secretary
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Kevin R. Weaver	Treasurer
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ARTICLE VIII. INCORPORATOR

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

Donald P. Dufresne, Esquire
Dufresne & Associates, P.A.
12788 Forest Hill Boulevard, Suite 2003
Wellington, Florida 33414

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97 MAR -4 AM 8:58

ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLE OF INCORPORATION TALLAHASSEE, FLORIDA

In pursuance of Section 48.091 and Chapter 607, Florida Statutes, **KEVIN WEAVER INTERNATIONAL PRODUCTIONS, INC.**, having filed its Articles of Incorporation contemporaneously herewith, with its registered office as indicated therein at 12788 Forest Hill Boulevard, Suite 2003, Wellington, Florida 33414 has named Donald P. Dufresne, Esquire, located at 12788 Forest Hill Boulevard, Suite 2003, Wellington, Florida 33414, as its registered agent to accept service of process within this state.

Having been named as registered agent to accept service of process for the above-stated corporation, at the location designated herein, I hereby accept the appointment to act in this capacity, and agree to comply with the laws of Florida applicable thereto.

By: _____

Donald P. Dufresne, Registered Agent