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97 MAR 13 AM 9:53

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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March 12, 1997

State of Florida
Secretary of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

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*****122.50 *****122.50

Re: Articles of Incorporation
Justice Video, Inc.

Dear Secretary of State:

Enclosed are two original Articles of Incorporation for Justice Video. Also enclosed is a check in the amount of \$122.50 for the filing fee.

Please return an original certified copy with charter number to my attention.

Thank you.

Very truly yours,

James A. Cioffi

JAC/pss
Enclosures

Patrick Cioffi's secretary
James A. Cioffi, P.A. & Associates
DIRECT last pg. P.A. & Associates
3/19/97

ARTICLES OF INCORPORATION

OF

JUSTICE VIDEO, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned Incorporator(s), competent to contract, and where required, duly licensed to render the services mentioned in Article II - Purpose, hereby organize and incorporate a business for profit under the laws of the State of Florida.

Article I - Name

The name of the Corporation shall be Justice Video, Inc.

Article II - Purpose

The Corporation is formed to engage in and conduct any activity or business permitted under the laws of the United States and of this State.

Article III - Capital Stock

The maximum number of shares of stock that this Corporation is authorized to have outstanding at any one time is 7,500 shares of common stock having a nominal or par value of \$1.00 per share. All of said stock shall be issued as fully paid and non-assessable.

The Corporation may restrict the transfer of the shares of its capital stock by any provisions duly recited or referred to on the certificates affected thereby.

Except as may otherwise be provided by the Board of Directors, no holder of any shares of the stock of the Corporation shall have any pre-emptive rights to purchase, subscribe for, or otherwise acquire any shares of stock of the Corporation, or any securities exchangeable for or convertible into such shares, or any warrants or other instruments evidencing rights or options to subscribe for, purchase, or otherwise acquire such shares.

The Corporation shall have the power to create and issue rights, warrants, or options entitling the holders thereof to purchase from the Corporation any shares of its capital stock, upon such terms and conditions and at such times and prices as the Board of Directors may provide, which terms and conditions shall be incorporated in an instrument or instruments evidencing such rights.

In the absence of fraud, the judgment of the Directors as to the adequacy of consideration for the issuance of such rights or options and the sufficiency thereof shall be conclusive.

Article IV - Initial Capital

The Corporation will commence business with not less than \$500.00 of its capital stock fully paid in and issued.

Article V - Terms of Existence

This Corporation shall have perpetual existence unless sooner dissolved according to law. Provided other requirements of the law are satisfied, corporate existence shall begin at the time of acknowledgment of these Articles or upon the date of receipt by the Secretary of State if not received by said office within five days of said acknowledgment.

Article VI - Address

The principal office of the Corporation shall be 200 Castlewood Drive, North Palm Beach, Florida 33408. The Board of Directors, may, from time to time, move the principal office to any other address in the State of Florida, or establish such branch offices as may be deemed desirable.

Article VII - Director(s)

The Corporation shall have not less than one (1) nor more than nine (9) Directors. The number of Directors shall be determined by the Stockholders at their annual meeting.

Article VIII - Initial Director(s)

The following are the name(s) and address(es) of the first Board of Directors who shall hold office until their successor(s) is/are elected:

Ronald V. Morrin	3034 30th Court Jupiter, Florida 33477
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Article IX - Incorporator(s)

The following name(s) and address(es) of the Incorporator(s) is/are as follows:

Ronald V. Morrin	3034 30th Court Jupiter, Florida 33477
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Article X - Initial Registered Office and Agent

The street address of the initial registered office of the Corporation is 200 Castlewood Drive, North Palm Beach, Florida 33408 and the name of the initial registered agent of this Corporation at that address is Ronald V. Morrin.

Article XI - Amendment

The Corporation reserves the right to amend, alter, change, or repeal any provision contained in these Articles in the manner now or hereafter prescribed by law and all rights conferred on Stockholders herein are granted subject to this reservation.

Article XII - Powers

This Corporation shall have all of the corporate powers enumerated in the Florida General Corporation Act.

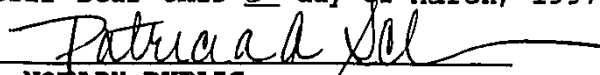
IN WITNESS WHEREOF, I/we, the undersigned Incorporator(s), have hereunto set my/our hand(s) and seal(s) this 3 day of March, 1997, for the purpose of forming this Corporation under the laws of the State of Florida and I/we hereby make and cause to be filed in the Office of the Secretary of State of the State of Florida, these Articles of Incorporation and certify that the facts herein stated are true.


Ronald V. Morrin

STATE OF FLORIDA)
COUNTY OF PALM BEACH)

BEFORE ME, the undersigned authority, personally appeared RONALD V. MORRIN, who is well known to be the person(s) described in and who executed the foregoing instrument and he acknowledged before me that he executed the same for the purposes therein expressed.

WITNESS my hand and official seal this 3 day of March, 1997.


NOTARY PUBLIC
My Commission Expires:

(N.P. SEAL)



PATRICIA A SCHEINER
My Commission CC524426
Expires Jan. 11, 2000

Certificate Designating Place of Business or
Domicile for the Service of Process within this State,
Naming Agent upon Whom Process May Be Served

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

That JUSTICE VIDEO, INC. desires to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation in the Village of North Palm Beach, County of Palm Beach, State of Florida, and has named Ronald V. Morrin, 200 Castlewood Dr., North Palm Beach, FL as its agent to accept service of process within this State.

Acknowledgment by Designated Agent

Having been named to accept service of process for the above stated Corporation, at the place designated in this Certificate, I hereby accept to act in this capacity and agree to comply with the provisions of said Act relative to keeping open said office.



RONALD V. MORRIN

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STATE
TALLAHASSEE, FLORIDA