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FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 APR 10 AM 9:11

April 7, 1997

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Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

RE: INCORPORATION OF

EAGLE EYE PRODUCTIONS, INC.

Dear Sirs,

Enclosed please find our check to cover filing fees for the above named corporation. Please return to us the Certificate when ready along with a stamped copy of the Incorporation.

Sincerely,

Lloyd H. Falk

Lloyd H. Falk, Esquire

D. BROWN APR 11 1997

**ARTICLES OF INCORPORATION
OF
EAGLE EYE PRODUCTIONS, INC.**

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ARTICLE I - NAME

The name of this Corporation is Eagle Eye Productions, Inc.,
the mailing address of this corporation is 9341 Abbot Ave., Surfside, Florida
33154

ARTICLE II - DURATION

This corporation shall have perpetual existence, the effective date of this
corporation shall be the date of filing.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any or all
lawful business.

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue One-Hundred (100) shares at One-
Dollar (\$ 1.00) par value common stock.

ARTICLE V - PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this
corporation of the same kind, class or series, as that which he or she,
already holds, shall have the right to purchase his, or her, pro-rata share
thereof (as nearly as may be done without the issuance's of fractional
shares) at the price at which it is offered others.

ARTICLE VI - INITIAL REGISTERED AGENT AND OFFICE

The street address of the initial registered office of the corporation is 9341 Abbot Ave., Surfside, Florida 33154, and the initial registered agent of this corporation at that address is GARIFALIA LITSA SCHEINER.

ARTICLE VII- INITIAL BOARD OF DIRECTORS

This corporation shall have two (2) director initially, the number of directors may be increased by from time to time by changing the By-Laws, by enacting a resolution at a meeting of the Board of directors and shareholders. The Directors of this corporation are;

GARIFALIA LITSA SCHEINER
9341 ABBOT AVE.
SURFSIDE, FLORIDA 33154

DAVID SCHEINER
9341 ABBOT AVE.
SURFSIDE, FLORIDA 33154

ARTICLE VIII - INCORPORATION

The corporation shall indemnify by officer, or director, or any former officer, or director, to the full extent permitted by law.

ARTICLE IX - AMENDMENT

This corporation reserves the right to amend, or repeal any provision contained in these article of Incorporation, or any amendment hereto, and a right conferred upon the shareholders is subjected to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 31 day of December, 1996.


GARIFALIA LITSA SCHEINER
President

STATE OF FLORIDA :

SS: 261-23-5606

COUNTY OF BROWARD :

Donna L Wilson

**NOTARY PUBLIC
STATE OF FLORIDA**

FLORIDA SS600 292 55 911 0

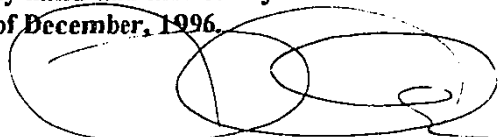


Donna L. Wilson
My Commission CC597952
Expires October 31, 2000

AFFIDAVIT

BEFORE ME, a Notary Public, authorized to take oaths, and acknowledgements in the State and County aforesaid, personally appeared before me, **GARIFALIA LITSA SCHEINER** personally known to me or known to me through producing proper identification, and he acknowledged before me that he executed these Articles of Incorporation.

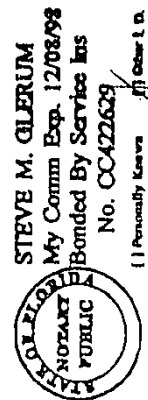
IN WITNESS WHEREOF, I have set my hand and affixed my official seal in the State and County aforesaid this 31 day of **December, 1996**.



NOTARY PUBLIC

Affiant personally known to me

Produced proper identification FL 02 5560-292-55-911-0



ACCEPTANCE

I, **GARIFALIA LITSA SCHEINER**, do hereby accept the position of Resident Agent for the above Corporation.


GARIFALIA LITSA SCHEINER

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