THE UNITED STATES

CORPORATION

ACCOUNT NO. : 072100000032

REFERENCE: 330992 149034A

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE: April 15, 1997

ORDER TIME : 10:33 AM

ORDER NO. : 330992-015

CUSTOMER NO: 149034A

CUSTOMER: Mr. Jeffrey Sniadanko

PATRICK C. BARTHET, P.A.

Suite 2120

200 S. Biscayne Boulevard

Miami, FL 33131

DOMESTIC FILING

NAME: ISLAMORADA VIDEO, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

__ CERTIFIED COPY

PLAIN STAMPED COPY

__ CERTIFICATE OF GOOD STANDING

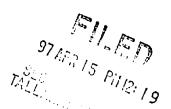
CONTACT PERSON: Todd Sterzoy

EXAMINER'S INITIALS:

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ARTICLES OF INCORPORATION FOR ISLAMORADA VIDEO, INC.



The undersigned, for the purposes of forming a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation:

ARTICLE I NAME

The name of the corporation is Islamorada Video, Inc.

ARTICLE II ADDRESS OF PRINCIPAL OFFICE/ MAILING ADDRESS OF CORPORATION

The address of the principal office of the corporation, and the mailing address of the corporation is 81900 Overseas Highway, Islamorada, Florida 33036.

ARTICLE III AUTHORIZED SHARES

The aggregate number of shares which the corporation is authorized to issue is 1,000.

ARTICLE IV STREET ADDRESS OF INITIAL REGISTERED OFFICE AND NAME OF INITIAL REGISTERED AGENT

The street address of the initial registered office of the corporation is 81900 Overseas Highway, Islamorada, Florida 33036. The name of the initial registered agent is Patrick C. Barthet, Esquire.

ARTICLE V NAME AND ADDRESS OF INCORPORATOR

The name and address of the incorporator is Patrick C. Barthet, Esquire, 81900 Overseas Highway, Islamorada, Florida 33036.

ARTICLE VI DURATION AND PURPOSE

The duration of the corporation is perpetual and it is organized for the purpose of transacting any and all lawful business permitted under the laws of the State of Florida.

ARTICLE VII NAME OF DIRECTOR

Patrick C. Barthet, whose address is 81900 Overseas Highway, Islamorada, Florida 33036 shall serve as initial director.

ARTICLE VIII INDEMNIFICATION

The corporation shall indemnify each director, officer and shareholder of the corporation against any and all liability and expense incurred by him in connection with or arising out of any action, suit or proceeding in which he may be involved, by reason of his being or having been an officer, director or shareholder of the corporation.

Patrick C. Barthet, Incorporator

ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT

Having been designated as the registered agent for the corporation at the place designated in the foregoing Articles of Incorporation, I declare that I am familiar with and accept the obligations of that position, and hereby accept same and agree to act in that capacity, and agree to comply with the provisions of Florida law relative to keeping the registered office open.

Patrick C. Barthet, Registered Agent