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* ADMITTED IN FLORIDA AND BRAZIL
* ADMITTED IN FLORIDA AND NEW YORK
* ADMITTED IN FLORIDA AND BEFORE THE
U.S. PATENT AND TRADEMARK OFFICE

February 20, 1997

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

100002095261--9
-02/24/97--01032--019
***122.50 ***122.50

Re: ~~G + M Developers, Inc.~~


Dear Sirs:

Enclosed please find for filing the original Articles of Incorporation and one copy for certifying for the above referenced firm. A preliminary search by your office has indicated that the name is available.

Also enclosed is a check for \$122.50 to cover the costs of the filing fee and the cost of one certified copy of the articles.

Thank you very much.

Sincerely yours,


Christopher Langen

502-
W97-4881
502-
W97-8034

97 FEB 16 PM 9:42
FILED
STATE
SECRETARY

2/24/97



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

FILED
STATE
97 APR 16 AM 9:12

April 7, 1997

LANGEN & LANGEN, P.A.
ATTN: CHRISTOPHER LANGEN
112 SOUTH HIBISCUS ISLAND
MIAMI, FL 33139-5130

SUBJECT: S + G DEVELOPERS, INC.
Ref. Number: W97000008036

We have received your document for S + G DEVELOPERS, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

If you have any questions concerning the filing of your document, please call (904) 487-6973.

Claretha Golden
Document Specialist

Letter Number: 297A00017358



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

FILED
SECRETARY OF STATE
CORPORATIONS

97 APR 16 PM 9:42

March 3, 1997

LANGEN & LANGEN, P.A.
ATTN: CHRISTOPHER LANGEN
112 SOUTH HIBISCUS ISLAND
MIAMI, FL 33139-5130

SUBJECT: G + M DEVELOPERS, INC.
Ref. Number: W97O00004881

We have received your document for G + M DEVELOPERS, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

If you have any questions concerning the filing of your document, please call (904) 487-6973.

Claretha Golden
Document Specialist

Letter Number: 897A00010783

ARTICLES OF INCORPORATION OF
AMERICAN/GERMAN FILM PRODUCTION, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

97 APR 16 AM 9:42

ARTICLE I
NAME

The name of this corporation is AMERICAN/GERMAN FILM PRODUCTION, INC.

ARTICLE II
PURPOSE

This corporation is organized to do any and all lawful business.

ARTICLE III
CAPITAL STOCK

This corporation is authorized to issue One Thousand Shares (1,000) of stock, at \$1.00 par value.

ARTICLE IV
INITIAL REGISTERED AGENT

The name of the initial registered agent of this corporation, together with the agent's address, is Christopher Langen, Esq., 112 South Hibiscus Drive, Miami, FL 33139-5130

ARTICLE V
INITIAL MAILING ADDRESS

The initial mailing address of this corporation is c/o Christopher Langen, Esq., 112 South Hibiscus Drive, Miami, Florida, 33139-5130.

ARTICLE VI
BOARD OF DIRECTORS

This corporation shall have at least one director. The number of directors of this corporation may be established from time to time in the manner provided by the Bylaws. The initial director of the corporation and his address is:

Christopher Langen, Esq.
112 South Hibiscus Drive
Miami, Florida 33139-5130

ARTICLE VII
INCORPORATOR

The name and address of the person signing these Articles is:

Christopher Langen, Esq.
112 South Hibiscus Drive, Miami, FL 33139-5130

ARTICLE VIII
INDEMNIFICATION

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

ARTICLE IX
BYLAWS

The Board of Directors and the shareholders shall each have the power to adopt, alter, amend or repeal Bylaws.

ARTICLE X
CORPORATE EXISTENCE

The existence of this corporation shall be perpetual and shall commence on the date of the filing of these Articles with the Secretary of State.

In witness whereof, the undersigned incorporator executed these Articles of Incorporation this 20th day of February, 1997.



Incorporator
Christopher Langen

STATE OF FLORIDA)

COUNTY OF DADE)

The foregoing instrument was acknowledged before me this 20th day of February, 1997, by Christopher Langen, Esq., who is:

_____ personally known to me; or

☒ has produced FL DL #L925116633280 as identification and who did (did not) take an oath.

My commission expires:

12-15-99,



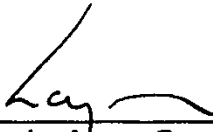
DAVID W. JENKINS
COMMISSION # CC 511525
EXPIRES DEC 15, 1999
BONDED THRU
ATLANTIC BONDING CO., INC.


Notary Public, Florida

ACCEPTANCE BY REGISTERED AGENT

The undersigned hereby accepts the appointment to serve as the registered agent of American/German Film Production, Inc.

This acceptance is dated the 20 of February, 1997.



Christopher Langen, Esq.

FILED
97 APR 16 11 54 AM
U.S. DISTRICT COURT
DISTRICT OF COLUMBIA