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97 APR 17 AM 11:28

ACCOUNT NO. : 072100000032 CORPORATION

REFERENCE : 334354 4303929

AUTHORIZATION

COST LIMIT : \$ 122.50

ORDER DATE : April 17, 1997

ORDER TIME : 10:33 AM

ORDER NO. : 334354-005

CUSTOMER NO: 4303929

CUSTOMER: Mr. Kevin Carmichael
GREENBERG TRAUIG HOFFMAN
LIPOFF ROSEN & QUENTEL, P. A.
22nd Floor
1221 Brickell Avenue
Miami, FL 33131-3238

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DOMESTIC FILING

NAME: CINE CONCEPTO, INC.

EFFECTIVE DATE:

☒ 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: Daniel W Leggett

EXAMINER'S INITIALS: _____

FILED
SEC. OF STATE
TALLAHASSEE, FLORIDA

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**ARTICLES OF INCORPORATION
OF
CINE CONCEPTO, INC.**

ARTICLE I

The name of the corporation is CINE CONCEPTO, INC. (the "Corporation").

ARTICLE II

The address of the principal office and the mailing address of the Corporation is:
848 Brickell Avenue, Suite 615, Miami, Florida 33131.

ARTICLE III

The capital stock authorized, the par value thereof, and the characteristics of such stock shall be as follows:

<u>Number of Shares Authorized</u>	<u>Par Value Per Share</u>	<u>Class of Stock</u>
10,000	\$ 0.001	Common

ARTICLE IV

The Corporation shall hold a special meeting of shareholders only:

- (1) On call of the Board of Directors or persons authorized to do so by the Corporation's Bylaws; or
- (2) If the holders of not less than 50 percent of the persons entitled to vote on any issue proposed to be considered at the proposed special meeting sign, date, and deliver to the Corporation's secretary one or more written demands for the meeting describing the purpose or purposes for which it is to be held.

ARTICLE V

The street address of the Corporation's initial registered office is 1221 Brickell Avenue, Suite 2100, City of Miami, County of Dade, State of Florida 33131, and the name of its initial registered agent at such office is **Kevin Carmichael**.

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SEC.
TALLAHASSEE, FLORIDA

ARTICLE VI

The Board of Directors of the Corporation shall consist of at least two directors, with the exact number to be fixed from time to time in the manner provided in the Corporation's Bylaws. The number of directors constituting the initial Board of Directors are two, and the names and addresses of the members of the initial Board of Directors, who will serve as the Corporation's directors until successors are duly elected and qualified are:

Francisco Murguia Diaz
Jose Maria Ibarra No. 31
Colonia: San Jose Insurgentes
Mexico 03900, D.F.
Mexico

Frederic Clapp Jimenez
Jose Maria Ibarra No. 31
Colonia: San Jose Insurgentes
Mexico 03900, D.F.
Mexico

ARTICLE VII

The name and address of the Incorporator is Kevin Carmichael, 1221 Brickell Avenue, Suite 2100, Miami, Florida 33131.

ARTICLE VIII

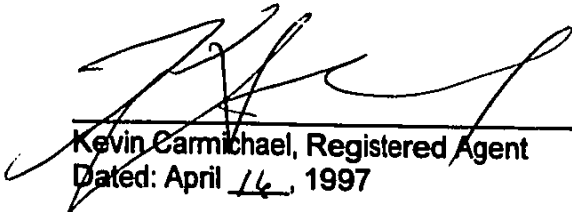
This Corporation shall indemnify and shall advance expenses on behalf of its officers and directors to the fullest extent not prohibited by law in existence either now or hereafter.

IN WITNESS WHEREOF, the undersigned, being the Incorporator named above, for the purpose of forming a corporation pursuant to the Florida Business Corporation Act of the State of Florida, has signed these Articles of Incorporation this 16th day of April, 1997.


Kevin Carmichael, Incorporator

ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT

The undersigned, having been named the Registered Agent of CINE CONCEPTO, INC. hereby accepts such designation and is familiar with, and accepts, the obligations of such position, as provided in Florida Statutes §607.0505.


Kevin Carmichael, Registered Agent
Dated: April 16, 1997

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA