

P9700003488Q

WILLIAM T. KIRTLEY, P.A.  
ATTORNEY AT LAW

TELEPHONE  
(941) 952-9750  
FAX  
(941) 955-4027

2940 SOUTH TAMiami TRAIL  
SARASOTA, FLORIDA 34239

April 15, 1997

300002146463--8  
-04/17/97--01077--001  
\*\*\*\*122.50 \*\*\*\*122.50

Corporate Records Bureau  
Division of Corporations  
Department of State  
P. O. Box 6327  
Tallahassee, FL 32314

Re: ON THE GO VIDEO, INC.

Gentlemen:

Enclosed for filing with your office are Articles of Incorporation for ON THE GO VIDEO, INC. Also enclosed is a check in the amount of \$122.50 covering the filing fee, the designation of agent fee and the cost of one certified copy.

Please file the enclosed Articles of Incorporation at your earliest convenience and return the certified copy to the undersigned. If you have any questions or problems with respect to the enclosed filing, please contact the undersigned.

Thank you for your assistance with this filing.

Very truly yours,

*Catherine J. Scott*  
Catherine J. Scott  
Certified Legal Assistant

Enclosures

FILED  
97 APR 17 AM 10:20  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Bm 4118197

ARTICLES OF INCORPORATION

OF

ON THE GO VIDEO, INC.

ARTICLE I - Name

The name of the corporation is:

ON THE GO VIDEO, INC.

ARTICLE II - Mailing Address

The mailing address of the corporation shall be:

5745 Savannah Drive  
Sarasota, Florida 34231

ARTICLE III - Capital Stock

The corporation is authorized to issue one hundred thousand (100,000) shares of common stock, \$.01 par value.

ARTICLE IV - Initial Registered Office and Agent

The street address of the initial registered office of this corporation is 5745 Savannah Drive and the name of the initial registered agent of this corporation at that address is KEVIN R. HICKEY.

ARTICLE V -Incorporator

The name and address of the person signing these Articles is:  
KEVIN R. HICKEY, 5745 Savannah Drive, Sarasota, Florida 34231.

FILED  
97 APR 17 AM 10:20  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLE VI - Bylaws

The power to adopt, alter, amend or repeal Bylaws of this corporation shall be vested in either the Board of Directors or shareholders; provided, however, that the Board of Directors may not alter, amend or repeal any Bylaw adopted by the shareholders if the shareholders specifically provide that the Bylaw is not subject to alteration, amendment or repeal by the Board of Directors.

ARTICLE VII - Indemnification

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

WITNESS my hand and seal at Sarasota, Florida this 15th day of April, 1997.

  
KEVIN R. HICKEY

The undersigned, having been designated in the foregoing Articles of Incorporation as Registered Agent, hereby agrees to accept said designation.

  
KEVIN R. HICKEY