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FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS

FAX #: (904)922-4001

FROM: FAS-T CORP. AGENTS, INC.
CONTACT: LIDIA FERNANDEZ
PHONE: (305)599-0839

ACCT#: 071001002335

FAX #: (305)716-0346

NAME: MULTIMEDIA DISC, INC.

AUDIT NUMBER.....H97000006781

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..0

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TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
of

MULTIMEDIA DISC, Inc.

WE, the undersigned, hereby associate ourselves for the purpose of becoming a corporation under the laws of the State of Florida, and the statute of the State of Florida providing the formation, rights, privileges, immunities and liabilities of Incorporating for profit, it is:

ARTICLE I

THE NAME OF THE CORPORATION SHALL BE:

MULTIMEDIA DISC, Inc.

ARTICLE II

The corporation shall engage in any activity or business permitted under the laws of the State of Florida and of the United States of America.

ARTICLE III

The maximum number of shares which the corporation is authorized to issue and have outstanding at any one time is 500 shares of common stock, and which common stock shall have a par value of \$ 1.00 per share.
All stock to be issued as fully paid and exempt from assessment.

Prepared by: Biz Tech Corp
8340 NW 103 St.
Hialeah, FL 33016
(305) 823-1771

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ARTICLE IV

The pledge, sale, transfer or other disposition of the capital stock may be governed and restricted by the By-Laws or written agreement amongst the stockholders which shall be on file in the office of the officer of the corporation so named in Article VII herein.

The By-Laws may provide for cumulative voting by stockholders at all elections of the directors of the corporation.

ARTICLE V

The amount of capital with which this corporation may begin business shall not be less than five hundred (\$500.00) dollars.

ARTICLE VI

The existence of the corporation is perpetual.

ARTICLE VII

The initial post office address and principal offices of the corporation in the State of Florida shall be: 1631 W 38th Pl. #1501-A, Hialeah, Florida 33012.

The Board of Directors may from time to time move the principal offices to any other address within the State of Florida.

The Registered Agent is: Gilberto L. Martinez

Address: 5717 W. 28th Ave. Hialeah, Florida 33016

ARTICLE VIII

The business of the corporation shall be managed by a Board of Directors consisting of not less than (2) nor more than (5) directors. A quorum for the holding of a meeting of the Board of Directors, and for the transaction of any business properly carried out by the directors on behalf of the corporation, shall consist of a majority of the members thereof. But, the directors, by unanimous consent to the doing of any act and such consent in writing shall have the same force and effects as though the said act had been completed and authorized at a meeting at which a quorum had been present, and/or such duties may be delegated to an "Executive Committee".

ARTICLE IX

The names and post office addresses of the members of the first Board of Directors and slate of corporate officers are as follows:

<u>NAME</u>	<u>TITLE</u>	<u>ADDRESS</u>
Gilberto L. Martinez	President	5717 W. 28 th Ave. Hialeah, FL 33016
Teresita Martinez	Vice-President	16821 NW 82 Ave. Miami, FL 33016

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ARTICLE X

The name and post office addresses of the Subscribers to the Articles of Incorporation, and the number of shares of stock that they agree to take are as follows:

<u>NAME</u>	<u>ADDRESS</u>	<u>SHARES</u>	<u>CASH VALUE</u>
Gilberto L. Martinez	5717 W. 28 th Ave. Hialeah, FL 33016	250	\$250.00
Teresita Martinez	16821 NW 82 Ave. Miami, FL 33016	250	\$250.00

ARTICLE XI

The stock of the corporation may be issued pursuant to the provisions under * 1244 of the Internal Revenue Code, in order for the stockholders of the corporation may receive the benefits thereunder.

IN WITNESS WHEREOF: We have hereunto set our hands and seals this
23rd day of April, 1997.

Gilberto L. Martinez (SEAL)
Teresita Martinez (SEAL)

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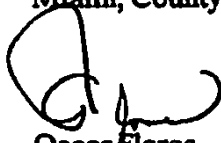
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STATE OF FLORIDA

COUNTY OF DADE

I hereby certify that on this day personally appeared before me, an officer duly authorized to take acknowledgments and administer oaths in the State of Florida, Gilberto L. Martinez, to me well known to be the person(s) described in and who executed the foregoing Articles of Incorporation, and who acknowledged before me that they executed the same freely and voluntarily for the purpose therein expressed.

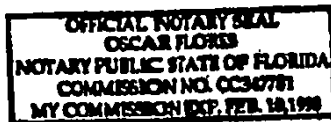
WITNESS: My hand and official seal this 23rd day of April, 1997, at Miami, County of Dade, State of Florida.



Oscar Flores

Notary Public, State of Florida at large

My Commission expires: February 10th, 1998



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**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Section 607.325, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation: Multimedia Disc, Inc.
2. The name and address of the registered agent and office is:
Gilberto L. Martinez
5717 W. 28th Ave.
Hialeah, Florida 33016

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I accept the duties and obligations of section 607.325, Florida statutes.

SIGNATURE Gilberto L. Martinez
DATE April 23rd, 1997

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TALLAHASSEE, FLORIDA

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