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ACCOUNT NO. : 072100000032

REFERENCE : 347172 80545A

AUTHORIZATION :

COST LIMIT : \$

ORDER DATE : April 29, 1997

ORDER TIME : 9:57 AM

ORDER NO. : 347172-005

CUSTOMER NO: 80545A

CUSTOMER: Antonio J. Pineros, Esq
ANTONIO J. PINEROS, ESQ

Suite 354
8253 Northwest 5th Terrace
Miami, FL 33126-3956

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*****70.00 *****70.00

DOMESTIC FILING

NAME: PARADIGMA FILMS., 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: Gail L. Shelby

EXAMINER'S INITIALS:

FILED
97 MAR 29 PM 1:24
TALLAHASSEE, FLORIDA

RECEIVED
97 APR 29 AM 10:48
5

APR 29 1997

ARTICLES OF INCORPORATION
OF
PARADIGMA FILMS., INC.

FILED
97 APR 29 PM 1:24
TALLAHASSEE, FLORIDA

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation is:

PARADIGMA FILMS., INC.

ARTICLE II. NATURE OF BUSINESS.

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK.

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock having \$1 par value per share.

ARTICLE IV. ADDRESS

The initial street address of the principal office of this corporation is to be at 10423 N.W. 131 STREET, HIALEAH GARDENS FLORIDA, 33018.

The Board of Directors may from time to time designate such other address and place for the principal office of this Corporation as it may see fit.


ARTICLE V. REGISTERED AGENT.

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

That PARADIGMA FILMS., INC., desiring to organize under the laws of the State of Florida with its principal office as indicated in the Articles of Incorporation at the City of Miami, County of Dade, has named MARISELA GARCIA located at 10423 N.W. 131 STREET, HIALEAH GARDENS, FLORIDA, 33018, as its agent to accept service of process within this State.

ACKNOWLEDGEMENT:

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby accept to act in this capacity and agree to comply with the provisions of said Act relative to keeping open said office.


Registered Agent. MARISELA GARCIA.

FILED
91 APR 29 PM 1:24
TALLAHASSEE, FLORIDA

ARTICLE V I. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE V I I. PREEMPTIVE RIGHTS.

Every shareholder upon the sale for cash of any new stock of this corporation of the same kind, class, or series as that which he already holds, shall have the right to purchase his pro rated share thereof at the price at which it is offered to others.

ARTICLE V I I I. SPECIAL PROVISION

The stock of this corporation is intended to qualify under the requirements of Section 1244 of the Internal Revenue Code and the regulations issued thereunder. Such actions as are necessary will be taken by the appropriate officers to accomplish this compliance.

ARTICLE I X. DIRECTORS.

This corporation shall have two directors, initially. The number of directors may be increased or diminished from time to time by the Bylaws, but shall never be less than two.

The names and street addresses of the initial two members of the Board of Directors are:

ANTONIO JOSE PINEROS Jr. Director	8253 N.W.5 Terrace No.354 Miami, Fla.33126.
MARISELA GARCIA Director	10423 N.W. 131 Street, Hialeah Gardens, Florida, 33018.

ARTICLE X. OFFICERS

The names and addresses of the initial officers of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

ANTONIO JOSE PINEROS JR. PRESIDENT	8253 N.W. 5 Terrace No.354 Miami, Florida 33126.
MARISELA GARCIA VICEPRESIDENT	10423 N.W. 131 Street Hialeah Gardens, Florida 33018.

ARTICLE X I. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is:

MARISELA GARCIA	10423 N.W. 131 Street Hialeah Gardens, Florida 33018.
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ARTICLE X I I. EFFECTIVE DATE.

These Articles of Incorporation shall be effective on the Date of execution and acknowledgement.

ARTICLE X I I I. AMENDMENT

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholders' meeting by a majority of the stockholders entitled to vote thereon, manifesting their intention that a certain amendment to these Articles of Incorporation be made.

IN WITNESS WHEREOF, we have hereunto set our hands and seals, acknowledged and filed the foregoing Articles of Incorporation under the laws of the State of Florida, seal on this 08 day of APRIL, 1.997.



MARISELA GARCIA (Seal)

