

P97000051024

Videorama, Inc.

2751 S. Pines Drive, Apt. 4
Largo, FL 34641

97 MAY 15 AM 11:14

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

EFFECTIVE DATE
6-1-97

May 12, 1997

RE: VIDEORAMA, INC.

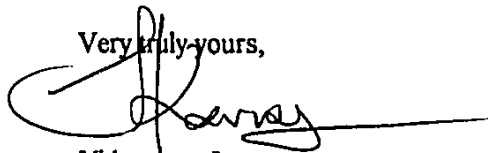
200002179762-4
USPS 297-01044-015
***122.50 ***122.50

To Whom It May Concern:

Enclosed please find the original and one copy of Articles of Incorporation, together with my check in the amount of \$122.50.

This represents the cost of the Filing Fees, Certified Copy of Articles of Incorporation and Fee for Registered Agent Designation for the above named corporation.

Very truly yours,



Videorama, Inc.

Mailing Address of Corporation
2751 S. Pines Drive, Apt. 4
Largo, FL 34641
(813) 443-7511

W87-11058 PH 6/10/97
PH 5/19/97



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

May 19, 1997

JOHN KARRAS
2751 S PINES DR, APT 4
LARGO, FL 34641

SUBJECT: VIDEORAMA, INC.
Ref. Number: W97000011658

We have received your document for VIDEORAMA, INC. and check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned to you for the following reason(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.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6915.

Pamela Hall
Document Specialist

Letter Number: 897A00026830

Videomax, Inc.
2751 S. Pines Drive, Apt. 4
Largo, FL 34641
(813) 443-7511

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

June 1, 1997

RE: VIDEOMAX, INC.


To Whom It May Concern:

This is the second name choice for our incorporation. The previous name was Videorama, Inc. I have also enclosed a copy of the letter you returned to us.

Enclosed please find the original and one copy of Articles of Incorporation with the new name. I believe you are holding the original check in the amount of \$122.50.

This represents the cost of the Filing Fees, Certified Copy of Articles of Incorporation and Fee for Registered Agent Designation for the above named corporation.

Very truly yours,



Videomax, Inc.

Mailing Address of Corporation
2751 S. Pines Drive, Apt. 4
Largo, FL 34641
(813) 443-7511

Articles of Incorporation
of
Videomax, Inc.
(A Corporation for Profit)

FILED
97 MAY 15 AM 11:15
TALLAHASSEE, FLORIDA

These Articles of Incorporation are signed and delivered by the undersigned for the purpose of forming a corporation under the laws of the State of Florida.

Article I - Corporate Name

The name of this corporation is:
VIDEOMAX, INC.

EFFECTIVE DATE
6-1-97

Article II - Effective Date

This corporation shall have an effective date of June 1, 1997.

Article III - Duration

This corporation shall exist perpetually unless dissolved according to Florida law.

Article IV - Purpose

The corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

Article V - Capital Stock

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 100 shares of common stock having a nominal or par value of \$1.00 per share.

Article VI - Principal Office and Initial Registered Office and Agent

The street address of the principal office which is the same as the mailing address and the initial registered office of this corporation is 2751 S. Pines Drive, Apt. 4, Largo, FL 34641 and the name of the registered agent at that address is John Karras.

Article VII - Incorporators

The name (s) and address (es) of the incorporator (s) is/are:

John Karras
2751 S. Pines Drive, Apt. 4
Largo, FL 34641


Article VIII - Management by Shareholders

All corporate powers shall be exercised by or under the authority of, and the business and affairs of this corporation shall be managed under the direction of the shareholders of this corporation.

Article IX - By Laws

The By-laws, agreements, resolutions, and consents of this corporation as adopted by the shareholders shall govern all matters pertaining to the corporation not otherwise set forth in these Articles of Incorporation.

IN WITNESS WHEREOF, the undersigned subscribers have executed these Articles of Incorporation this 1st day of June, 1997.



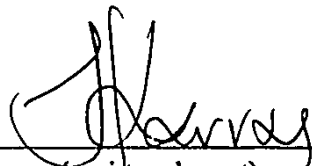
John Karras Incorporator

CERTIFICATE AND ACKNOWLEDGEMENT
OF REGISTERED AGENT
of
VIDEOMAX, INC.

Pursuant to Florida Statutes Sections 48.091 and 607.0501, the following is submitted:
The above corporation, desiring to organize under the laws of the State of Florida with its
registered office as indicated in the Articles of Incorporation at
2751 S.Pines Drive, Apt. 4, Largo, FL 34641
has named
John Karras
located at the aforesaid address, as its Registered Agent to accept service of process within this
state.

ACCEPTANCE BY REGISTERED AGENT

Having been named as Registered Agent to accept service of process for the above stated
corporation at the place designated in this certificate, and being familiar with the obligations of
that position, I hereby accept to act in this capacity, and agree to comply with the provisions of
Florida Law in keeping open said office.



(registered agent)

6-5-97

(date)

Articles of Incorporation
of
Videomax, Inc.
(A Corporation for Profit)

These Articles of Incorporation are signed and delivered by the undersigned for the purpose of forming a corporation under the laws of the State of Florida.

Article I - Corporate Name

The name of this corporation is:
VIDEOMAX, INC.

Article II - Effective Date

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The street address of the principal office which is the same as the mailing address and the initial registered office of this corporation is 2751 S. Pines Drive, Apt. 4, Largo, FL 34641 and the name of the registered agent at that address is John Karras.

Article VII - Incorporators

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John Karras
2751 S. Pines Drive, Apt. 4
Largo, FL 34641

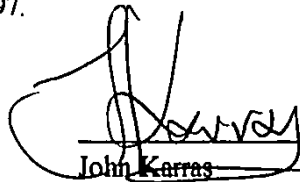
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John Karras Incorporator

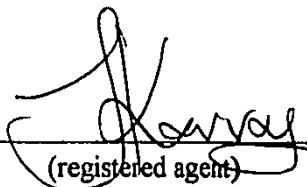
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OF REGISTERED AGENT
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VIDEOMAX, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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Florida Law in keeping open said office.


(registered agent)

6-5-97.
(date)