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TRANSMITTAL LETTER

FILED

97 JUN 19 PM 1:16

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

800002217248--2
-06/19/97--01079--001
****122.50 ****122.50

SUBJECT: BROWARD FILMS, INC.
(Proposed corporate name - must include suffix)

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

\$70.00
Filing Fee

\$78.75
Filing Fee
& Certificate

\$122.50
Filing Fee
& Certified Copy

\$131.25
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM: JAMES RIDENOUR
Name (Printed or typed)

1925 N.E. 3RD ST.
Address

DEERFIELD BEACH, FLORIDA, 33441
~~FLORIDA~~
City, State & Zip

954-295-5621
Daytime Telephone number

RECEIVED
97 JUN 19 PM 1:22

NOTE: Please provide the original and one copy of the articles.

97-6-19-97

ARTICLES OF INCORPORATION

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I NAME

The name of the corporation shall be: *BROWARD FILMS, INC.*

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

*TRADEWINDS Florida Production CENTRAL Studios
3200 WEST OAKLAND PARK Blvd, Fort Lauderdale, FL 33311*

ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

1,000 SHARES - (ONE THOUSAND)

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and Florida street address of the initial registered agent are:

*JAMES RIDENOUR, 1925 N.E. 3rd St, DEERFIELD BEACH, Florida
33441*

ARTICLE V INCORPORATOR

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

*JAMES RIDENOUR, 1925 N.E. 3rd St, DEERFIELD BEACH, Florida
33441*

[Signature]

Signature/Incorporator

6/19/97

Date

(An additional article must be added if an effective date is requested.)

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent

[Signature]

Signature/Registered Agent

6/19/97

Date