P970000606

FILINGS, INC. TERESA ROMAN

(Requestor's Name)

2805 LITTLE DEAL ROAD

(Address)

TALLAHASSEE, FLORIDA 32308

(904) 385-6735

(City, State, Zip)

(Phone #)

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OFFICE USE ONLY

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

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Walk in P	ick up time	Certified Copy	·
Mail out	Will wait Photoco	py Certificate of State	15

NEW FILINGS	AMENDMENTS	
Profit	Amendment	
NonProfit	Resignation of R.A., Officer/Director	
Limited Liability	Change of Registered Agent	
Domestication	Dissolution/Withdrawal	
Other	Merger	

OTHER FILINGS	REGISTRATION/ QUALIFICATION	
Annual Report	Foreign Limited Partnership Reinstatement	
Fictitious Name		
Name Reservation		
110110 1105011011		
	Trademark	
	Other	

RECEIVED 97 JUL 11 PN 3: 14 DIVISION OF CORPORATION

Examinor's Initials

CR2E031(10/92)

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ARTICLES OF INCORPORATION

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ARTICLE I - NAME

SECRETARY OF STATE TALLAHASSEE, FLORIDA

The name of this corporation is Three Monkeys Digital, Inc.

ARTICLE II - PRINCIPAL OFFICE

The mailing address of this corporation shall be: 530 Lincoln Road Miami Beach, Florida 33139

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 1,000 shares of \$1.00 par value common stock which shall be designated as "Common Shares".

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 3732 N.W. 16th Street, Fort Lauderdale, Florida 33311 and the name of the initial registered agent of this corporation at that address is Filings, Inc., a Florida corporation.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

The Corporation shall initially have one (1) director to hold office until the first annual meeting of stockholders and his successor shall have been duly elected and qualified, or until his earlier resignation, removal from office or death. The number of Directors may be either increased or decreased from time to time in accordance with the By-laws of the Corporation. The name and address of the initial Director is:

Vernon Hill 530 Lincoln Road, Miami Beach, Florida 33139

ARTICLE VII - INCORPORATOR

The name and address of the Incorporator signing these ${\tt Articles}$ is:

Filings, Inc., a Florida Corporation 3732 N.W. 16th Street Fort Lauderdale, Florida 33311

ARTICLE VIII - PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation shall have the right to purchase his prorata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE IX - INDEMNIFICATION

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

ARTICLE X - AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation on the date of signing.

Dated: July 11, 1997

Filings, Inc. by Teresa Roman, Vice-President

Jewon Koman Incorporator

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Certificate designating place of business or domicle for the service of process within Floriday naming pagent upon whom process may be served.

In compliance with Section 607.0501, Florida Statutes, the following is submitted:

First that Three Monkeys Digital, Inc., desiring to organize or qualify under the laws of the State of Florida, has named Filings, Inc., a Florida corporation, located at 3732 N.W. 16th Street, Fort Lauderdale, Florida, as its agent to accept service of process within Florida.

Dated: July 11, 1997

Tueso Koman, Incorporator

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. I further agree to comply with the provisions of all Statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Dated: July 11, 1997

Filings, Inc. by Teresa Roman, Vice-President

Jereso Roman