

P9700067657

FILED

97 AUG -4 PM 2:52

SECRET
TALLAHASSEE, FLORIDA

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

July 29, 1997

Dear Sirs,

Please file enclosed corporate for Digital productions. enclosed also find a check
for filling fees.

Respectfully submitted,

000002256230--0
-08/04/97--01065--003
*****70.00 *****70.00


BRUCE J. SHEVLIN, PRESIDENT
7160 NOB-HILL ROAD SUITE 167
TAMARAC, FL. 33321

PK/1/97

**ARTICLES OF INCORPORATION OF
DIGITAL PRODUCTIONS, INC.**

FILED

97 AUG -4 PM 2:57

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator hereby forms a corporation under Chapter 607 OF THE
LAWS OF THE STATE OF FLORIDA.

ARTICLE 1

name

The name of the corporation shall be: **DIGITAL PRODUCTIONS INC.**

The address of the principal office of this corporation shall be 7160 NOB HILL ROAD
SUITE # 167, TAMARAC, FLORIDA 33321 and the mailing address of the corporation shall
be the same.

ARTICLE 11

nature of the business

This corporation may engage or transact in any and all lawful activities or business
permitted under the laws of the UNITED STATES, The State of Florida or any other state ,
county, 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 500 shares of common stock having \$ 1.00 par value per share.

ARTICLE IV

registered agent

The name and office address of the initial registered agent of the corporation is

**JOSEPH JOHNSON
3800 N.E. 168 STREET
SUITE 209
NORTH MIAMI BCH., FL. 33160**

ARTICLE V

terms of existence

The corporation shall exist perpetually.

ARTICLE VI

director (s)

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have one director initially. The name and address of the initial member of the board of directors is:

**JOSEPH JOHNSON
3800 N.E. 168 PLACE
SUITE 209
NORTH MIAMI BEACH, FL. 33160**

ARTICLE VII

officers

The name and address(es) of the initial officer(s) of the corporation, who shall hold office for the first year of the corporation's existence, or until a successor is elected or appointed is (are)

**BRUCE JUDE SHEVLIN
PRESIDENT
1743 WILEY STREET
HOLLYWOOD, FL. 33024**

The officers shall be strictly prohibited from entering into any contracts, opening any bank accounts, or engaging in any other business on behalf of the corporation without the express written authority to do so by the board of directors.

ARTICLE VII

special provision

This corporation shall be organized to comply with the provisions of Subchapter S of the Internal Revenue Code, 26 USC 1361 et. seq., and shall take all actions necessary to obtain and maintain its status as an S corporation as defined therein

DATED THIS 21 day of July 1997,
DIGITAL PRODUCTIONS, INC.

BY: Bruce J. Shevlin
BRUCE J. SHEVLIN, PRESIDENT

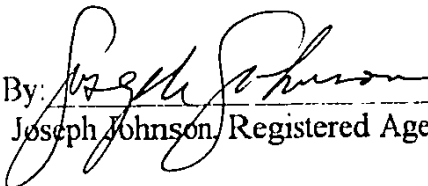
FILED

97 AUG -4 PM 2:50

ACCEPTANCE OF REGISTERED AGENT DESIGNATED IN THE
ARTICLES OF INCORPORATION FLORIDA

I, Joseph Johnson, having a business office identical with the registered office of the corporation named above, and having been designated as the resident agent in the foregoing Articles of Incorporation, is familiar with and accepts the obligation of the position of Registered Agent under 607. 0505, Florida Statutes.

Digital Productions, Inc.

By:  dated:
Joseph Johnson, Registered Agent