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FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

97 AUG -6 AM 8:58

July 29, 1997

SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
STATE OF FLORIDA  
409 E. Gaines Street  
Tallahassee, FL 32399

300002259423--5  
-08/06/97--01063--004  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

RE: LongStride Productions, Inc.

ENCLOSED HERewith ARE THE ARTICLES OF INCORPORATION TOGETHER  
WITH A COPY OF SAID ARTICLES FOR LongStride, Inc.  
AND MY CHECK IN THE AMOUNT OF \$ 70  
FOR THE FOLLOWING:

FILING FEE  
CHARTER TAX  
REGISTERED AGENT

PLEASE BE ADVISED THAT I DO NOT REQUEST A CERTIFIED COPY OF  
THE ARTICLES OF INCORPORATION.

RESPECTFULLY SUBMITTED,

  
MICHELE MARQUEZ

LongStride Productions Inc.  
Michele Watson  
325 93rd Street  
Surfside FL 33154

14  
8-7-97

ARTICLES OF INCORPORATION  
LongStride Productions, Inc.

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

FIRST: The name of the corporation is:

LongStride Productions, Inc.

SECOND: The corporation may engage in the transaction of any and all lawful activity or business for which corporations may be incorporated and permitted under the laws of the United States and of the Sate of Florida.

THIRD: The aggregate number of shares of stock that this corporation is authorized to issue is ONE THOUSAND SHARES of one class only: Common stock having NO par value.

FOURTH: The street address of the initial principal office of the corporation is 525 93rd Street, Surfside, Florida 33154 and the name of the initial registered agent at such address for the corporation shall be Michele Marquez.

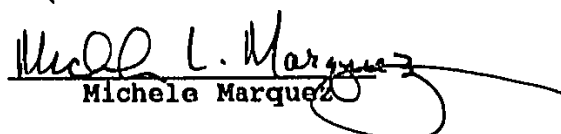
FIFTH: The name and street address of the members of the first Board of Directors is identical to that of the incorporator shown in paragraph six.

SIXTH: The name and address of the incorporator:

<u>NAME</u>	<u>ADDRESS</u>
Michele Marquez	525 93rd Street Surfside, FL 33154

SEVENTH: I, Michele Marquez, am familiar with and accept the duties and responsibilities as registered agent for said corporation.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 29th day of July, 1997

  
Michele Marquez

Articles of Incorporation  
of  
LongStride Productions, Inc.

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

97 AUG -6 AM 8:59

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE  
FOR THE SERVICE WITHIN THIS STATE  
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

In pursuance of Florida Statutes, the following is submitted,  
in compliance therewith:

FIRST: LongStride Productions, Inc.  
desiring to organize under the laws of the State of Florida  
with its principal office as indicated in the Articles of  
Incorporation, in Surfside, Dade County,  
State of Florida, has named Michele Marquez, located at  
525 93rd Street, Surfside, FL 33154  
as its agent to accept services of process within this State.

ACKNOWLEDGMENT

Having been named to accept services 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.

By:

  
Registered Agent (Michele Marquez)