

P97000073932

CHRISTOPHER L. GORMAN
4313 Longshore Drive
Land O'Lakes, FL 34639
(813) 996-7327

August 15th 1997

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****122.50 ****122.50

Secretary State of Florida
Corporation Division
409 E. Gaines Street
Tallahassee, FL 32399

Re: UNIVERSAL VIDEOS OF FLORIDA, INC.

Dear Sirs

Enclosed please find original and copy of Articles of
Incorporation to be filed with your department.

Also enclosed please find check in the amount of \$122.50 filing
fee.

Please expedite this matter and return as soon as possible.

Sincerely,

Christopher L. Gorman

CHRISTOPHER L. GORMAN

AUG 19

BSB
2545
W97-1919

FILED
97 AUG 26 PM 12:13
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

August 19, 1997

CHRISTOPHER L. GORMAN
4313 LONGSHORE DRIVE
LAND O'LAKES, FL 34639

SUBJECT: UNIVERSAL VIDEOS OF FLORIDA, INC.
Ref. Number: W97000019191

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We have received your document for UNIVERSAL VIDEOS OF FLORIDA, 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 dissolution date is 8/23/96
The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an administratively dissolved/revoked entity. Names of administratively dissolved/revoked entities are not available for one year from the date of administrative dissolution/revocation unless the dissolved/revoked entity provides the Department of State with a notarized affidavit stating that they have no intention of reinstating, therefore, releasing the name for use to another entity.

Simply adding "of Florida" or "Florida" to the end of a name is not acceptable.

Please return the original and one copy of 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 (850) 487-6925.

Brenda Baker
Corporate Specialist

Letter Number: 797A00042004

Please call me to let me know if you will be able to process our corporation. Thank you,
Chris Gorman
(813) 996-7327

ARTICLES OF INCORPORATION

OF

UNIVERSAL VIDEOS OF FLORIDA, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned Incorporator, natural person, competent to contract, hereby makes, subscribes, acknowledges and files these Articles of Incorporation for the purpose of creating a corporation for profit under the laws of the State of Florida.

ARTICLE I
NAME

The name of the Corporation is:

UNIVERSAL VIDEOS OF FLORIDA, INC.

ARTICLE II
NATURE OF BUSINESS

The Corporation is authorized to engage in conducting the rental and retailing of video products and all kinds of lawful business and any other transactions permitted under the laws of the United States and the State of Florida.

The Corporation shall have as many branches as may be deemed necessary.

ARTICLE III

CAPITAL STOCK

The Corporation shall be authorized to issue shares of common stock.

The maximum number of shares of common stock that the Corporation is authorized to have outstanding at any time is (100) shares, of no par value.

Authorized capital stock may be paid for in cash, services, or property, at a just value to be fixed by the stockholders of the Corporation at any regular or special meeting.

ARTICLE IV
INITIAL CAPITAL

The amount of capital with which the Corporation shall begin business is not less than five hundred (\$500.00) Dollars.

ARTICLE V
TAX OPTIONS

A. The Corporation, and the parties hereto, may take whatever action shall be necessary to cause the shares of the Corporation to qualify as "Section 1244 Stock" as such term is used and defined in the Internal Revenue Code and the regulation issued thereunder.

B. The Corporation, and the parties hereto, are authorized to execute such documents as is necessary to qualify the corporation as a small business corporation under SUB CHAPTER S of the Internal Revenue Code Section 1372.

ARTICLE VI
TERM OF EXISTENCE

The Corporation shall have perpetual existence which shall commence at the time of filing of these Articles of Incorporation with the Secretary of State of Florida.

ARTICLE VII
ADDRESS OF CORPORATION

The initial street address of the principal office of the corporation is: 4313 Longshore Drive, Land O'Lakes, FL 34639.

The Board of Directors may, from time to time, designate such other address and place for the principal office of the Corporation as it may deem fit.

ARTICLE VIII
MANAGEMENT

The number of directors of this Corporation shall be no less than one.

The number of directors may be increased, or decreased from time to time, by the By-Laws adopted by the stockholders but shall never be less than one. Directors need not be stockholders.

ARTICLE IX
BOARD OF DIRECTORS

There shall be one Director as the first Board of Directors. The name of the member of the first Board of Directors who shall serve until the first annual meeting, or until a successor shall have been elected and qualified is:

NAME:	ADDRESS:	OFFICE:
CHRISTOPHER L.GORMAN	4313 Longshore Drive Land O'Lakes, FL 34639	PRESIDENT

ARTICLE X
INCORPORATOR

The name and address of the Incorporator of the Corporation is:

NAMES:	ADDRESS:
CHRISTOPHER L.GORMAN	4313 Longshore Drive Land O'Lakes, FL 34639

ARTICLE XI
REGISTERED AGENT

The Registered Agent and initial Registered Office upon whom process may be served is:

CHRISTOPHER L.GORMAN	4313 Longshore Drive Land O'Lakes, FL 34639
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ARTICLE XII
AMENDMENTS

These Articles of Incorporation may be amended in a manner provided by law. Every amendment shall be proposed by the stockholders and approved at the stockholder's meeting by majority vote of those stockholders entitled to vote thereon unless all stockholders sign a written statement manifesting their intention regarding a certain amendment to these Article of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and seal,
acknowledge and file the foregoing Articles of Incorporation
under the laws of the State of Florida, this 15th, day of
August, 1997.

Christopher L. Gorman (SEAL)
CHRISTOPHER L. GORMAN

STATE OF FLORIDA

COUNTY OF HILLSBOROUGH

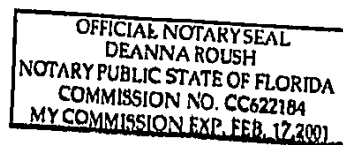
15 The foregoing instrument was acknowledged before me this
day of August, 1997, CHRISTOPHER L. GORMAN, who is personally
known to me.

Personally known _____

Identification produced:

FLDL 6655-112-69-211-0

Deanna Roush
NOTARY PUBLIC



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ACKNOWLEDGEMENT AND ACCEPTANCE OF RESIDENT AGENT STATE
TALLAHASSEE, FLORIDA

The undersigned, CHRISTOPHER L. GORMAN, of 4313 Longshore Drive, Land O'Lakes, FL 34639, having been named to accept service of process for the above-stated Corporation, at the place designated in this Certificate, hereby agrees and accepts to act in this capacity, and agrees to comply with the provisions of said act relative to keeping open said office.

Dated this 15th day of August, 1997.



CHRISTOPHER L. GORMAN
4313 Longshore Drive
Land O'Lakes, FL 34639