

P 97000076700
Miller Video Productions, Inc.
P.O. Box 5
Valparaiso, FL 32880-0005

Phone: 850-678-4102

FAX: 850-678-4102

FILED

97 SEP -2 PM 2:34

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

August 30, 1997

Mr. Jim Smith
Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314-6327

RE: Incorporation

600002282566--9
-09/02/97--01115--013
*****70.00 *****70.00

Dear Mr. Smith:

Attached please find the Articles of Incorporation for Miller Video Productions, Inc.
Enclosed is the check for the -Filing Fee- in the amount of \$ 70.00. At this time it is not
required that a Certificate of Incorporation - CR2E022 (2-91) be furnished.

I have previously checked with the department handling corporate names and was told that
the above name is "preliminarily approved".

Please return the completed filings and records to my attention at the above address.

Thank you.

Sincerely yours,

Thomas K. Miller

Thomas K. Miller
President

Attachments

P. Hall
SEP - 4 1997

ARTICLES OF INCORPORATION

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, do hereby adopt the following articles of incorporation:

Article One

The name is Miller Video Productions, Inc.

Article Two

The duration of the corporation is perpetual.

Article Three

The general purposes for which the corporation is organized are:

1. To engage in the business of providing professional video production services pursuant to the rules and regulations promulgated by the Federal Communications Commission. Business will be operated in compliance with the laws of the State of Florida.

2. To transact any other lawful business for which a corporation may be incorporated under the Florida General Corporation Act or engage in any other trade or business which can be advantageously carried on in connection with or auxiliary to the foregoing business.

Article Four

The aggregate number of shares which the corporation is authorized to issue is 1,000. Such shares shall be of a single class, and there shall be no par value per share assigned initially. The initial shareholder is: Thomas K. Miller (1,000) shares.

Article Five

The street address of the initial registered office of the corporation is 265 Florida Avenue, Valparaiso, Florida 32580, and the mailing address is Post Office Box 35, Valparaiso, Florida 32580-0035. The business office of the corporation is 265 Florida Avenue, Valparaiso, Florida 32580. The name of the registered agent is Thomas K. Miller, who hereby accepts the appointment by signing hereunder.


Thomas K. Miller, Registered Agent

FILED
97 SEP -2 PM 2:34
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Article Six

The corporation shall have no board of directors, and all of its corporate powers shall be exercised by the shareholders and the business affairs of the corporation shall be managed under agreed upon control and direction of its officers.

The power to make, alter, amend, and repeal the bylaws of the corporation shall be upon approval and agreement between the shareholders of the corporation.

The initial shareholders shall have and retain the right in every instance and be in mutual agreement thereto on all matters for which the shares of the corporation are affected.

Article Seven

The name and address of the incorporator and initial shareholder is as follows:

Thomas K. Miller

President

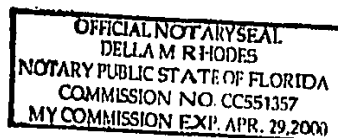
265 Florida Avenue
Valparaiso, FL 32580

Thomas K. Miller
Thomas K. Miller, President,
Incorporator

STATE OF FLORIDA
COUNTY OF OKALOOSA

I HEREBY CERTIFY that on this day before me, an officer duly authorized in the State of Florida and in the County of Okaloosa to take acknowledgement, personally appeared Thomas K. Miller, to me known to be person described in and who executed the foregoing instrument and he acknowledged before me this 29th of Aug, 1997.

Della M. Rhodes
Notary Public
My commission expires: _____



FILED

SEP-2 PM 2:34
SECRETARY OF STATE
TALLAHASSEE, FLORIDA