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JORGE H. MICALLEF

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FLORIDA DIVISION OF CORPORATIONS

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((H97000016865 2))

TO: DIVISION OF CORPORATIONS  
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FAX #:

FROM: BUSINESS WORLD TRANSACTIONS, INC.  
104512000707

ACCT#:

CONTACT: GEORGE G PICARDIE  
PHONE: (305)867-8448  
(305)867-8200

FAX #:

NAME: 'PRODUCCIONES VENEZUELA ACTUAL', INC.

AUDIT NUMBER.....H97000016865

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..0

PAGES..... 3

CERT. COPIES.....0

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AUDIT NUMBER ON THE TOP AND BOTTOM OF ALL PAGES OF THE DOCUMENT

\*\* ENTER 'M' FOR MENU. \*\*

ENTER SELECTION AND <CR>:

*The English Translation  
is Venezuela Actual  
Productions, Inc.*

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION**

*The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Act, hereby adopt(s) the following Articles of Incorporation.*

**ARTICLE I  
NAME**

The name of the corporation shall be: 'PRODUCCIONES VENEZUELA ACTUAL', INC.

**ARTICLE II  
PRINCIPAL OFFICE**

The principal place of business and mailing address of this corporation shall be:

8215 N.W. 64 ST. #2  
MIAMI, FL. 33166

**ARTICLE III  
SHARES**

The number of shares of stock that this corporation is authorized to have outstanding at any one time is: One Thousand (1,000) shares of Two Dollars (\$2.00) par value common stock, which shall be designated "COMMON SHARES."

**ARTICLE IV  
INITIAL REGISTERED AGENT AND STREET ADDRESS**

The name and address of the initial registered agent is:

MANUEL BEJARANO  
8215 N.W. 64 ST. #2  
MIAMI, FL. 33166

Prepared By: MANUEL BEJARANO  
8215 N.W. 64 ST. #2  
MIAMI, FL. 33166  
305 639 0095

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**ARTICLE V  
INCORPORATOR(S)**

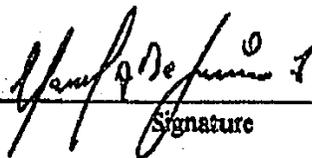
The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is(are):

**MANUEL BEJARANO  
8215 N.W. 64 ST. #2  
MIAMI, FL. 33166**

**DIRECTOR & PRESIDENT**

The undersigned incorporator(s) has(have) executed these Articles of Incorporation this

9 day of 10, 1997

  
\_\_\_\_\_  
Signature

\_\_\_\_\_  
Signature

\_\_\_\_\_  
Signature

**NOTE: Affixing an officer title after a signature of an incorporator does not constitute the designation of officers.**

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE**

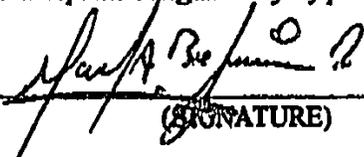
PURSUANT TO THE PROVISIONS OF SECTION 617.0501, FLORIDA STATUTES, THE  
UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF  
FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE  
REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

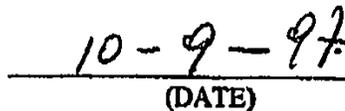
1. The name of the corporation is: 'PRODUCCIONES VENEZUELA ACTUAL', INC.

2. The name and address of the registered agent and office is:

MANUEL BEJARANO  
8215 N.W. 64 ST. #2  
MIAMI, FL. 33166

*Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.*

  
\_\_\_\_\_  
(SIGNATURE)

  
\_\_\_\_\_  
(DATE)

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