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CONTACT: RAY STORMONT PHONE: (305)541~3694

FAX #: (305)541-3770

NAME: WORLD OF WILDLIFE PRODUCTIONS, INC.

AUDIT NUMBER..... H97000020212

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

CERT. OF STATUS...0

PAGES..... 5

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FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

December 9, 1997

STUART J. EDELMAN, ESQ. 1320 S. DIXIE HWY., STE. 450 CORAL GABLES, FL. 33146

SUBJECT: WORLD OF WILDLIFE PRODUCTIONS, INC.

REF: W97000027399

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The person designated as registered agent in the document and the person signing as registered agent must be the same.

The registered agent and street address must be consistent wherever it appears in your document.

If you have any further questions concerning your document, please call (850) 487-6878.

John Nedeau Document Specialist FAX Aud. #: E97000020212 Letter Number: 297A00057887

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ARTICLES OF INCORPORATION OF WORLD OF WILDLIFE PRODUCTIONS, INC.

ARTICLE I - NAME

The name of this corporation is WORLD OF WILDLIFE PRODUCTIONS, INC.

ARTICLE II - DURATION

The period of its duration shall be perpetual.

ARTICLE III - PURPOSE

The purpose is to engage in any activity or business permitted under the laws of the United States and Florida.

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue 3000 shares, all of one class, at \$1.00 per share value.

ARTICLE V - INITIAL REGISTERED AGENT AND OFFICE

The name and address of the initial registered agent and office of this corporation is as follows:

Jonathan Weisberg 13800 SW 8th Street Unit 107 Miami, Florida 33184

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TALL AHASSEE, FLORIDA

Prepared by Stuart J. Edelman, Hsq. 1320 S. Dixie Highway, Suite 450 Coral Gables, FL 33146 (305) 669-8181 FL Bar No: 104023

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The corporate address is: 13800 SW 8th Street Unit 107 Miami, Florida 33184

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have at least one director initially. The number of directors may be either increased or decreased from time to time by an amendment of the bylaws of the corporation in the manner provided by law, but shall never be less than one.

Jonathan Weisberg, 13800 SW 8th Street, Unit 107, Miami, Florida 33184 Thomas E. Batchelor, 14661 SW 124 Place, Miami, Florida 33186

ARTICLE VII - INCORPORATOR

The name and address of the Incorporators signing these Articles of Incorporation are:

Jonathan Weisberg, 13800 SW 8th Street, Unit 107, Miami, Florida 33184 Thomas E. Batchelor, 14661 SW 124 Place, Miami, Florida 33186

ARTICLE VIII - AMENDMENT OF ARTICLES

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned Incorporators have executed these Articles of Incorporation this _____ day of December, 1997.

Thomas E. Batchelo

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STATE OF FLORIDA)

(COUNTY OF DADE)

Aricles of Incorporation of World of Wildlife Production, Inc.

BEFORE ME, the undersigned authority, personally appeared, JONATHAN WEISBERG and THOMAS E. BATCHELOR, to me known to be the persons who executed the foregoing Articles of Incorporation, and who acknowledged to and before me that they executed such instrument.

The foregoing instrument was acknowledged before me this S day of December, 1997, by Jonathan Weisberg and Thomas E. Batchelor, who are personally known to me or who have produced driver licenses number 121642630290 and 324825553700 respectively as identification and who did not take an oath.

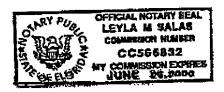
(SEAL)

NOTARY PUBLIC, STATE OF

FLORIDA AT LARGE

Print/Name

My Commission Expires:



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CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED:

THAT WORLD OF WILDLIFE PRODUCTIONS, INC., DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS PRINCIPAL PLACE OF BUSINESS AT MIAMI, FLORIDA, HEREBY NAMES, JONATHAN WEISBERG LOCATED AT 13800 SW 8th STREET, UNIT 107, MIAMI, FLORIDA 33184 AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES.

DATE: 12-8-97

Jonathan Weisberg, Registered Agent

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SECRETARY OF STATE
ALLAHASSEE, FLORID