

12/08/97

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FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS

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FROM: EMPIRE CORPORATE KIT COMPANY
CONTACT: RAY STORMONT
PHONE: (305)541-3694

ACCT#: 072450003255

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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
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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

Prepared by Stuart J. Edelman, Esq.
1320 S. Dixie Highway, Suite 450
Coral Gables, FL 33146
(305) 669-5181
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 8 day of December, 1997.


Jonathan Weisberg


Thomas E. Batchelor

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STATE OF FLORIDA)

)SS:

COUNTY OF DADE)

Articles 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 8 day of December, 1997, by Jonathan Weisberg and Thomas E. Batchelor, who are personally known to me or who have produced driver licenses number W2116421630290 and B3324825553700 respectively as identification and who did not take an oath.

(SEAL)

Leyla M. Salas
NOTARY PUBLIC, STATE OF
FLORIDA AT LARGE

Leyla M. Salas
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

497000020212

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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