

P97000105953

S

9:03 AM

PUBLIC ACCESS SYSTEM
ELECTRONIC FILING COVER SHEET

((H97000020722 9)))

TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4001

FROM: EMPIRE CORPORATE KIT COMPANY

ACCT#: 072450003255

CONTACT: RAY STORMONT

PHONE: (305)541-3694

FAX #: (305)541-3770

NAME: TGF PRODUCTIONS, INC.

AUDIT NUMBER.....H97000020722

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

CERT. OF STATUS..0

PAGES.....5

CERT. COPIES.....0

DEL.METHOD.. FAX

EST.CHARGE.. \$70.00

NOTE: PLEASE PRINT THIS PAGE AND USE IT AS A COVER SHEET. TYPE THE FAX
AUDIT NUMBER ON THE TOP AND BOTTOM OF ALL PAGES OF THE DOCUMENT

** ENTER 'M' FOR MENU. **

ENTER SELECTION AND <CR>:

Help F1 Option Menu F2

NUM CAPS Connect: 00:09:34

97 DEC 17 AM 11:29
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

B. McKnight. DEC 17 1997

(5)

H97000020722
ARTICLES OF INCORPORATION
OF
TGF PRODUCTIONS, INC.

The undersigned, acting as Incorporator of a corporation pursuant to chapter Florida statutes, adopt the following articles of incorporation:

ARTICLE I
NAME

The name of the Corporation is TGF PRODUCTIONS, INC.

ARTICLE II
PRINCIPAL PLACE OF BUSINESS AND MAILING ADDRESS

970 North Royal Poinciana Boulevard
Miami Springs, Florida 33166

ARTICLE III
PURPOSE & TERM

The corporation may engage in any activity or business permitted under the laws of the United States and the State of Florida. This corporation shall have perpetual existence.

ARTICLE IV
MANNER OF ELECTION OF DIRECTORS

The members of the Board of Directors will be elected every two (2) years in a special meeting to be held the second Tuesday of the month of January of every year as stated in the by laws of the corporation.

ARTICLE V
INITIAL REGISTERED AGENT AND OFFICE

The name and street address of the initial registered agent of the corporation is:

Tomas Garcia Fuste
970 North Royal Poinciana Boulevard
Miami Springs, Florida 33166

Prepared by: Osvaldo N. Soto, Esq.
2151 LeJeune Road, Ste. 310
Coral Gables, Florida 33134
(305) 567-0010 / FBNº. 202614

97 DEC 17 AM 11:29
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

H97000020722

H97000020722

ARTICLE VI
LIMITATION OF CORPORATE POWERS

The corporate powers of this corporation are as provided in Section 607, Florida Statutes, unless limited as follows: NONE

ARTICLE VII
INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) director initially. The number of directors may be increased or diminished from time to time by the By-Laws but shall never be less than (1). The name and address of the initial Director of this corporation is :

NAME

ADDRESS

Tomas Garcia Fuste
President-Secretary-Treasurer

970 North Royal Poinciana Boulevard
Miami Springs, Florida 33166

ARTICLE VIII
BY-LAWS

The By-Laws of this corporation may be adopted, altered, amended or repealed by either the Stockholders or Directors.

ARTICLE IX
INDEMNIFICATION

The corporation shall indemnify any officer or director to the full extent permitted by law.

ARTICLE X
CAPITAL STOCK

This corporation is authorized to issue fifty (50) shares at Ten Dollars (\$10.00) par value. The initial capital is Five Hundred Dollars(\$500.00).

ARTICLE XI
PRINCIPAL CORPORATION ADDRESS

The principal address of the corporation is:
970 North Royal Poinciana Boulevard, Miami Springs, Florida 33166.

H97000020722

H97000020722

ARTICLE XII
PREEMPTIVE RIGHTS

Every Stockholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro-rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE XIII
INCORPORATOR

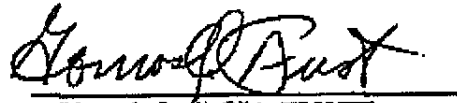
The name and address of the Incorporator who has executed this Articles of Incorporation:

Tomas Garcia Fuste
970 North Royal Poinciana Blvd.
Miami Springs, Florida 33166

ARTICLE XIV
AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation in accordance with the provisions of the Florida General Corporation Act.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation, this
15 day of Dec, 1997

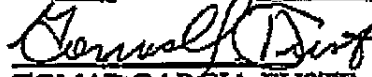

TOMAS GARCIA FUSTE

H97000020722

H97000020722

ACCEPTANCE BY REGISTERED AGENT

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN ARTICLE V OF THESE ARTICLES OF INCORPORATION, THE UNDERSIGNED HEREBY AGREES TO ACT IN THIS CAPACITY, AND FURTHER AGREES TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE DISCHARGE OF MY DUTIES. DATED THIS 15th DAY OF Dec, 1997.


TOMAS GARCIA FUSTE

STATE OF FLORIDA
COUNTY OF DADE

BEFORE ME, the undersigned authority personally appeared TOMAS GARCIA FUSTE, who is personally known to me, or () who produced a Florida driver's license as identification and who did not take an oath on this 15th day of Dec, 1997.


NOTARY PUBLIC, State of Florida
at Large

My Commission Expires:



Devaldo N. Soto
My Commission CC240387a
Expires January 7, 2001

97 DEC 17 AM 11:29
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

H97000020722