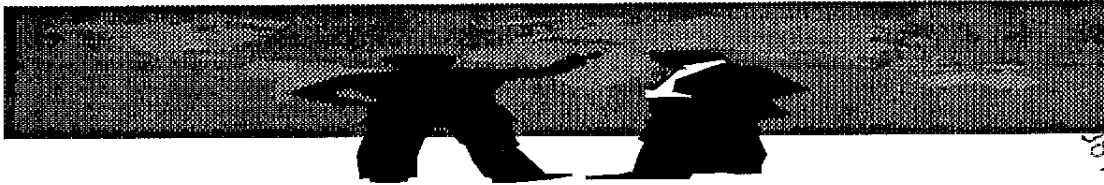


D98000021946



## VIDEO TIME, INC.

8647 Northwest 3rd., Street  
Miami, Florida 33126 U.S.A.  
Telephone 305-406-2001 x 450  
Fax 305-406-2002  
E.Mail Dlaufer @ OPENWAY.net

FILED STATE  
DIVISION OF CORPORATIONS  
08 MAR -9 PM 2:13

FEBRUARY 10th, 1998

TO WHOM IT MAY CONCERN :

I WOULD APPRECIATE IF YOU WOULD MAIL ME A CERTIFIED COPY OF THE  
INCORPORATION OF, VIDEO TIME, INC. AT 8647 NW 3rd., STREET, MIAMI, FLORIDA  
33126.

THANK YOU IN ADVANCE FOR YOUR TIME AND ATTENTION,

SINCERELY

EDDI RODRIGUEZ  
CEO / VIDEO TIME, INC.

500002429095--5  
-02/13/98--01036--005  
\*\*\*\*122.50 \*\*\*\*122.50

789,2544,2550  
5 W98--3371

D. BROWN MAR - 9 1998



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

February 16, 1998

EDDIE RODRIGUEZ  
8647 NORTHWEST 3RD STREET  
MIAMI, FL 33126

SUBJECT: VIDEO TIME, INC.  
Ref. Number: W98000003371

We have received your document for VIDEO TIME, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of a name is not acceptable. Please select a new name and make the correction in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6972.

Doris Brown  
Document Specialist

Letter Number: 398A00008717

# **ARTICLES OF INCORPORATION**

**OF**

## **VIDEO - TIME -U.S.A. - INC.**

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 MAR - PM 2:13

THE UNDERSIGNED, FOR THE PURPOSE OF FORMING A CORPORATION UNDER THE **FLORIDA GENERAL CORPORATION ACT**, HEREBY ADOPTS THE FOLLOWING ARTICLES OF INCORPORATION:

### **ARTICLE ONE** **NAME**

**THE NAME OF THE CORPORATION IS: VIDEO TIME U.S.A., INC.**

### **ARTICLE TWO** **PRINCIPAL ADDRESS**

**THE PRINCIPAL ADDRESS OF THE CORPORATION IS: 8647 NorthWest 3rd. Street**  
**Miami - Florida 33126**

### **ARTICLE THREE** **DURATION**

**THE TERMS OF EXISTENCE OF THE CORPORATION IS PERPETUAL**

### **ARTICLE FOUR** **PURPOSE**

**4.01 THE CORPORATION MAY TRANSACT ANY AND ALL LAWFUL BUSINESS FOR WHICH CORPORATION MAY BE INCORPORATED UNDER THE LAWS OF THE STATE OF FLORIDA.**

**4.02 SPECIFICALLY BUT NOT LIMITED TO BUYING & SELLING ANY AND ALL ARTICLES AND OR COMMODITIES IT DEEMS NECESSARY FOR THE PURPOSE OF EXPORTING AND IMPORTING OF SUCH ARTICLES, TO SELL AS THE CORPORATION CHOOSES EITHER WHOLESALE AND OR RETAIL, IN ANY AND ALL DOMESTIC AND OR FOREIGN MARKETS.**

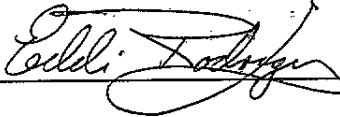
### **ARTICLE FIVE** **CAPITAL STOCK**

**THE MAXIMUM NUMBER OF SHARES WHICH THE CORPORATION HAS AUTHORITY TO ISSUE IS ONE THOUSAND ( 1,000 ), OF WHICH SHALL BE COMMON SHARES, WITH A PAR VALUE OF - ONE AMERICAN DOLLAR AND NO CENTS ( \$1.00 US. ) EACH**

**ARTICLE SIX**  
**REGISTERED OFFICE**

THE STREET ADDRESS OF THE INITIAL REGISTERED OFFICE OF THE CORPORATION SHALL BE AS FOLLOWS : 8647 NorthWest 3rd. Street, Miami, Florida 33126, AND THE NAME OF THE INITIAL REGISTERED AGENT AT SUCH ADDRESS IS : EDDI RODRIGUEZ.

I, EDDI RODRIGUEZ, ACCEPT THE POSITION OF REGISTERED AGENT.

  
\_\_\_\_\_

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 MAR - 9 PM 2:13

**ARTICLE SEVEN**  
**PRE-EMPTIVE RIGHTS**

THE SHARE HOLDERS SHALL HAVE ALL PRE-EMPTIVE RIGHTS.

**ARTICLE EIGHT**  
**DIRECTORS**

**7.01** THE BOARD OF DIRECTORS OF THE CORPORATION SHALL CONSIST OF AT LEAST ONE (1) MEMBER.

**7.02** THE NAME AND ADDRESSES OF THE INITIAL DIRECTORS OF THE FIRST BOARD OF DIRECTORS SHALL BE AS FOLLOWS :

<u>NAME</u>	<u>ADDRESS</u>
C.E.O. EDDI RODRIGUEZ	8647 NorthWest 3rd. Street Miami - Florida 33126
PRESIDENT LUIS GALINDO	8647 NorthWest 3rd. Street Miami - Florida 33126

**ARTICLE NINE**  
**OFFICER OF THE CORPORATION**

<u>OFFICER</u>	<u>NAME</u>	<u>ADDRESS</u>
C.E.O.	EDDI RODRIGUEZ	8647 NorthWest 3rd. Street Miami - Florida 33126
PRESIDENT	LUIS GALINDO	8647 NorthWest 3rd. Street Miami - Florida 33126

**ARTICLE TEN**  
**INCORPORATION**

**THE NAME OF THE INCORPORATOR IS:**

**NAME**

**ADDRESS**

**EDDI RODRIGUEZ**

8647 NorthWest 3rd. Street  
Miami - Florida 33126

**ARTICLE ELEVEN**  
**DISBURSEMENT OF SHARES & OWNERSHIP**

**NAME OF SHARE HOLDERS**

**PERCENTAGE OF OWNERSHIP & SHARES**


**EDDI RODRIGUEZ**

**50%**

**LUIS GALINDO**

**50%**

**IN WITNESS WHEREOF, I HAVE SUBSCRIBED MY NAME THIS xxx DAY OF month, 1997.**



**STATE OF FLORIDA )**

**AS**

**COUNTY DADE )**

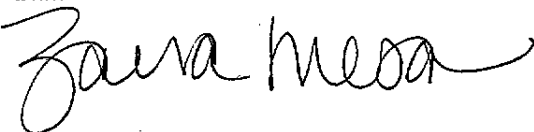
ON THIS DAY 10, OF February, 1998, BEFORE ME, AN OFFICER DULY AUTHORIZED IN THE STATE OF FLORIDA AND COUNTY AFORESAID TO TAKE ACKNOWLEDGENTE, PERSONALLY APPEARED **EDDI RODRIGUEZ**, KNOWN TO ME TO BE THE PERSONS WHOSE NAME IS SUBSCRIBED TO THE WITHIN INSTRUMENT, IDENTIFYING HIMSELF BY DRIVERS LICENCE AND ACKNOWLEDGED THAT HE EXECUTED THE SAME FOR THE PURPOSE THEREIN EXPRESSED.

**IN WITNESS WHEREOF, I HEREUNTO SET MY HAND AND OFFICIAL SEAL AT MIAMI, DADE COUNTY, FLORIDA, U.S.A.**

**( ) PERSONALLY KNOWN**

**(☒) PRODUCED IDENTIFICATION**

**TYPE OF I.D. PRODUCED : FLORIDA DRIVERS LICENCE NUMBER :**





**R362-200-44-299.**

**ZAIRA MESA**  
My Comm Exp. 12/18/99  
Bonded By Service Ins  
No. CC519760

**( ) Personally Known ( ) Other I.D.**