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FLORIDA DIVISION OF CORPORATIONS  
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ACCT#: 072450003255

CONTACT: RAY STORMONT

PHONE: (305)541-3694

FAX #: (305)541-3770

NAME: PIO VOX PRODUCTIONS, INC.

AUDIT NUMBER.....H98000006731

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

CERT. OF STATUS..0

PAGES.....8

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ARTICLES OF INCORPORATION  
OF  
ARTICLE I.

NAME

The Name of the Corporation is, PIO VOX PRODUCTIONS, INC.

ARTICLE II.

TERM OF CORPORATE EXISTENCE

The Corporation shall exist perpetually unless dissolved according to law and such existence shall commence at the time of the filing of these Articles of Incorporation by the Department of State.

ARTICLE III.

PERMITTED ACTIVITY

The Corporation shall engage in any activity of business permitted under the laws of the United States and of the State of Florida.

Prepared by: Michael A. Bander, Esq.  
444 Brickell Ave. Suite 300  
Miami, Florida 33131  
FL. Bar # 17-196-7  
Phone: 305-358-5800

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**ARTICLE IV**

**AUTHORIZED SHARES**

The aggregate number of shares which the Corporation shall have authority to issue is 1,000 shares of common stock with par value of \$1.00 each.

**ARTICLE V**

**PREEMPTIVE RIGHTS DENIED**

No holder of any shares of the Corporation shall have any preemptive right to purchase, subscribe for or otherwise acquire any shares of the Corporation of any class now or hereafter authorized, or any securities, exchangeable for or convertible into such shares, or any warrants or any instruments evidencing rights or options to subscribe for, purchase, or otherwise acquire such shares.

**ARTICLE VI**

**PRINCIPLE OFFICE**

The principal office of the Corporation is 1450 Meridian Avenue # 8; Miami Beach, Florida 33139.

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**ARTICLE VII**

**REGISTERED OFFICE AND AGENT**

The initial registered office of the Corporation: Adalberto Giraldo: 1450 Meridian Avenue: # 8; Miami Beach, Florida 33139.

**ARTICLE VIII**

**DIRECTORS**

The business of the Corporation shall be managed by a Board of Directors consisting of not fewer than one person, the exact number to be determined from time to time in accordance with the By-Laws.

The name and address of the first Board of Directors who shall serve until the first annual meeting of shareholders or until his successors are elected and qualified shall be:

Adalberto Giraldo  
Dicken Schrader  
Arturo Hernandez

President  
Vice-President  
Treasurer

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**ARTICLE IX**  
**INCORPORATOR**

The name and address of the incorporator is: Adalberto Giraldo; 1450 Meridian Avenue # 8'  
Miami Beach, Florida 33139.

**ARTICLE X**  
**INDEMNIFICATION**

The Corporation shall indemnify any present or former officer or director, or person  
exercising powers and duties of a director, to the full extent now or hereafter permitted  
by law.

IN WITNESS WHEREOF, of the undersigned, being the original incorporator of  
the Corporation, has executed these Articles of Incorporation this 3th day of April 1998.

  
Adalberto Giraldo  
Incorporator

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STATE OF FLORIDA)  
COUNTY OF BROWARD)

I HEREBY CERTIFY that on this day personally appeared before me, the undersigned authority, Adalberto Giraldo, and well known to me to be the person who executed the foregoing instrument and acknowledged before me that she executed the same freely and voluntarily for the uses and purposes therein set forth and expressed. IN WITNESS WHEREOF, I have hereunto set my hand and affixed my office seal on this 3th April 1998.

NOTARY PUBLIC, State of  
Florida at Large

My Commission Expires:

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**CERTIFICATE OF DESIGNATION**

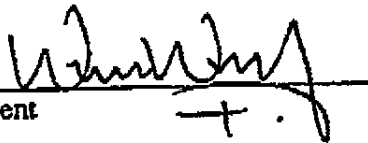
**REGISTERED AGENT/REGISTERED OFFICE**

Pursuant the provisions of section 607.0501, 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: PIO VOX PRODUCTIONS, INC
2. The name and address of the Registered Agent and office is: Adalbeto Giraldo: 1450 Meridian Avenue # 8: Miami Beach, Florida 33139

SIGNATURE: \_\_\_\_\_

President

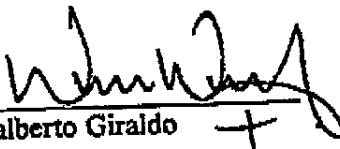


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**Acceptance of designation**

Having been named to accept service of process for the above stated corporation, at the place designated I hereby accept to act in this capacity, and agree to comply with the provision of Section 48.091, Florida Statutes, relative to keeping open said office.

  
Adalberto Giraldo

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