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May 18, 1998

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****122.50 ****122.50

Secretary of State
Corporation Division
The Capitol
Tallahassee, FL 32304

RE: Common Ground Video Productions, Inc.

Gentlemen:

I enclose check in the amount of \$122.50 and original and one copy of the Articles of Incorporation of Common Ground Video Productions, Inc.

I would appreciate your acknowledgement of this filing at your earliest convenience and thank you for your assistance.

Sincerely,


GEORGE E. OWEN, JR.

GEO:ms
Enclosures

Dmc
5/22/98

Michelle gave auth
by phone to correct
the registered office
address in Article VII.
5-26-98
Dmc

FILED
98 MAY 20 PM 1:52
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

ARTICLES OF INCORPORATION

98 MAY 20 PM 1:56

OF

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

COMMON GROUND VIDEO PRODUCTIONS, INC.

We, the undersigned natural persons of the age of twenty-one or more, acting as Director and Incorporator under the provisions of the Florida Statutes, Chapter 607, adopt the following Articles of Incorporation:

ARTICLE I

Name

The name of this corporation shall be:

COMMON GROUND VIDEO PRODUCTIONS, INC.

ARTICLE II

Principal Place of Business

The principal place of business is to be located at 1803 Buttonwood Drive, Oldsmar, Florida 34677.

ARTICLE III

Term of Existence

The duration of this corporation is to be perpetual.

ARTICLE IV

Purpose

To own, operate and maintain a video production and distribution company and generally to do and perform everything necessary for carrying out the aforesaid purposes, and to engage in

such other business or businesses, whether related thereto or not, as may be approved by the Board of Directors and which businesses are permitted by the laws of the State of Florida.

ARTICLE V

Stock Clause

The aggregate number of shares of stock which this corporation shall have the authority to issue shall be five hundred (500) shares of common stock, each with a par value of One (\$1.00) Dollar.

ARTICLE VI

Minimum Capital

The amount of capital with which this corporation shall begin business shall not be less than Five Hundred (\$500.00) Dollars.

ARTICLE VII

Subscribers, Incorporators and Directors

The names and addresses of the Subscribers, Incorporators and Directors are:

<u>Name</u>	<u>Shares Subscribed</u>	<u>Address</u>
Anthony Nicholas Tedesco	500	1803 Buttonwood Drive Oldsmar, Fl 34677

ARTICLE VIII

Informal Shareholder Action

Any action of the shareholders may be taken without a meeting if consent in writing, setting forth the action so taken, shall be

signed by all persons who would be entitled to vote upon such action at a meeting and filed with the Secretary of the Corporation as part of the corporate records.

ARTICLE IX

Directors

The management and control of this corporation shall be vested in a Board of Directors comprised of at least one director. The Board of Directors shall be elected by the shareholders of the corporation at each annual meeting to be held at the principal office of the corporation on such day and time of year as the By-Laws of this corporation shall provide. At any meeting of the Board of Directors, it shall be necessary that a majority of the then existing Board of Directors vote in favor of any motion, resolution or action taken in order that the same become effective and be the act and deed of the corporation and the Board of Directors thereof.

ARTICLE X

Officers

The officers of this corporation shall be chosen by the Board of Directors and shall consist of a President, Vice President, Secretary and Treasurer. The Board of Directors may also from time to time provide for and elect all other officers or committees which to their Board may seem expedient. Two or more offices may be held by the same person. The officers who are to conduct the business of the corporation and shall serve as such until the next

annual election of officers shall be as follows:

President/Vice President	Anthony Nicholas Tedesco
Treasurer/Secretary	1803 Buttonwood Drive
	Oldsmar, FL 34677

ARTICLE XI

Seal

The seal of this corporation shall be a circular impression bearing in the center thereof the words "CORPORATE SEAL - 1998-FLORIDA" and around the circumference thereof the words "COMMON GROUND VIDEO PRODUCTIONS, INC."

ARTICLE XII

Registered Office and Registered Agent

The address of the registered office of this corporation is 9800 Fourth Street North, Suite 403, St. Petersburg, Florida 33702. The name of the initial registered agent of this corporation at that address is: GEORGE E. OWEN, JR.

IN WITNESS WHEREOF, the undersigned, being the Incorporators of this corporation, execute these Articles of Incorporation and certify to the truth of the facts herein stated this 18 day of

May, 1998.


ANTHONY NICHOLAS TEDESCO

STATE OF FLORIDA

COUNTY OF PINELLAS

BEFORE ME, the undersigned officer, duly authorized to administer oaths and take acknowledgments, personally appeared ANTHONY NICHOLAS TEDESCO, who, after being first duly cautioned and

sworn, depose and say that he has affixed his name to the foregoing
Articles of Incorporation of COMMON GROUND VIDEO PRODUCTIONS, INC.
as the original subscriber to said corporation for the purpose
therein stated. I relied upon the following form of
identification: _____
or personally known ✓.

WITNESS my hand and official seal at St. Petersburg,
Pinellas County, Florida, this 18 day of May,
1998.

Michele Schibler
Notary Public

Print name: _____

My commission expires:

MICHELE SCHIBLER
Notary Public - State of Florida
My Commission Expires
December 14, 1999
CC499623

FILED

DESIGNATION OF REGISTERED AGENT

98 MAY 20 PM 1:56

Pursuant to Chapter 607, Florida Statutes, the following
Certificate is submitted in compliance therewith: **SECRETARY OF STATE
TALLAHASSEE, FLORIDA**

IT IS HEREBY DECLARED that COMMON GROUND VIDEO PRODUCTIONS, INC. is desirous to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation, in the City of Oldsmar, County of Pinellas, State of Florida, and has named GEORGE E. OWEN, JR., located at 9800 Fourth Street North, Suite 403, St. Petersburg, Florida 33702, as its agent to accept service of process in the State of Florida.

ACKNOWLEDGMENT

STATE OF FLORIDA
COUNTY OF PINELLAS

Having been named to accept service of process for the above stated corporation at the place designated in the above Certificate, I hereby accept to act in this capacity, and I agree to comply with all of the provisions of said Act.


GEORGE E. OWEN, JR.

Personally sworn to and subscribed before me this 18 day
of May, 1998. I relied upon the following form of
identification: _____ or personally known: ☒


Notary Public

Print name: _____

MICHELE SCHIBLER
Notary Public - State of Florida
My Commission Expires
December 14, 1999
CC499623