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June 24, 1998

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Division of Corporations  
Secretary of States Office  
P.O. Box 6327  
Tallahassee, FL 32314

ATTN: Division of Corporations

Enclosed please find Articles of Incorporation for Miami Film & Services Corporation along with a money order for \$122.50 for filing fees. Please file the enclosed and return certified copy of the Charter.

Many thanks for your kind attention.

Sincerely

  
Brian D. Schaefer

P.O. Box 915882  
LONGWOOD, FL 32791-5882

98 JUN 29 PM 12:32  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

FILED

JUN 1 1998  


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ARTICLES OF INCORPORATION  
OF  
Miami Film ~~and~~ Video Services Corporation

**FILED**  
98 JUN 29 PM 12:33  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

We, the undersigned, for the purposes of forming a corporation for profit pursuant to the laws of the State of Florida, do hereby adopt the following Articles of Incorporation:

ARTICLE I

NAME

The name of this corporation is: Miami Film ~~and~~ Video Services Corporation

ARTICLE II

DURATION

This corporation shall have perpetual existence commencing on the date of filing of the Articles of Incorporation by the Department of State.

ARTICLE III

PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE IV

CAPITAL STOCK

This corporation is authorized to issue SEVEN THOUSAND FIVE HUNDRED (7,500) shares of ONE DOLLAR (\$1.00) par value common stock, which shall be designated "Common Shares".

ARTICLES V

VOTING RIGHTS

Each share of common stock of this corporation shall entitle the holder of record thereof to one vote upon each proposal presented at lawful meeting of the stockholders.

ARTICLE VI

PRE-EMPTIVE RIGHTS

There shall be no pre-emptive rights in any stock herein issued or hereafter issued.

ARTICLE VII

INITIAL REGISTERED OFFICE

AND REGISTERED AGENT

The street address of the initial registered and principal office of this corporation is  
1170 Wekiva Springs Road, Longwood, FL 32779

The initial Registered Agent is: Brian D. Schaefer, 1170 Wekiva Springs Rd.  
Longwood, FL 32779. The initial corporate office and registered office are the same.

ARTICLE VIII

INITIAL BOARD OF DIRECTORS

This corporation shall have one ( 1 ) director(s) initially. The number of directors may be either increased or diminished from time to time by the by-laws, but shall never be less than ONE (1). The names and addresses of the initial directors of this corporation are:

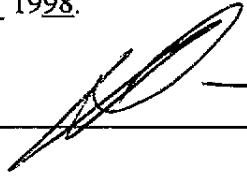
<u>NAME</u>	<u>STREET ADDRESS</u>
J. Danilo Bardisa	1170 Wekiva Springs Rd. Longwood, Fl 32779

ARTICLE XI

INCORPORATORS

The name and address of the incorporator(s) is:  
J. Danilo Bardisa 1170 Wekiva Springs Rd. Longwood, Fl 32779

IN WITNESS WHEREOF, the undersigned Subscriber has executed these Articles  
of Incorporation this 12 day of June 1998.

  
\_\_\_\_\_  
\_\_\_\_\_



CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE 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:

FIRST - THAT Miami Film and Video Services Corporation  
(name of corporation)  
DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF  
FLORIDA, WITH ITS PRINCIPAL PLACE OF BUSINESS AT CITY OF Longwood  
(city)  
STATE OF Florida, HAS NAMED Brian D. Schaefer,  
(state) (name of registered agent)  
LOCATED AT 1170 Wekiva Springs Rd.  
CITY OF Longwood, STATE OF FLORIDA, AS ITS  
AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

SIGNATURE [Signature]  
TITLE PRESIDENT  
DATE 6/12/98

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.

SIGNATURE [Signature]  
DATE \_\_\_\_\_

98 JUN 29 PM 12:33  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

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