

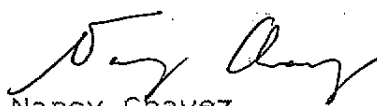
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Department of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

000002592830--0  
-07/20/98-01044-019  
\*\*\*\*122.50 \*\*\*\*122.50

SUBJECT: Animotion Pictures, Inc.

Enclosed is an original and one (1) copy of the articles of incorporation and check # 3587 for \$ 122.50 for the registration of the above said corporation:

FROM:   
Nancy Chavez  
11091 SW 65th Street  
Miami, FL 33173  
Phone (305) 598-1060

July 14th, 1998

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
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Articles of Incorporation  
of

AniMotion Pictures, Inc.

ARTICLE I

CORPORATE NAME; The name of the corporation shall be:  
AniMotion Pictures, Inc.

ARTICLE II

NATURE OF CORPORATE BUSINESS; The corporation may engage in any activity or business permitted under the laws of the State of Florida and under the laws of the United States of America.

ARTICLE III

CAPITAL STOCK; This corporation is authorized to issue a maximum of 100 shares or corporate stock at \$ 1.00 par value.

ARTICLE IV

ADDRESS OF CORPORATION; The address of the corporation shall be:  
10760 SW 63rd Street  
Miami, Florida 33173

ARTICLE V

INITIAL REGISTERED AGENT; The initial Registered Agent shall be:

Luis David Llense  
10760 SW 63rd Street  
Miami, Florida 33173

ARTICLE VI

FIRST BOARD OF DIRECTORS; The names of the directors may be altered from time to time by the By-Laws by the Stockholders, however, the corporation shall have no less than one director. At the time of the incorporation, the directors shall be as follows:

Luis David Llense, President  
10760 SW 63rd Street  
Miami, Florida 33173

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Jose Ugalde, Vice President  
4055 SW 103rd Avenue  
Miami, Florida 33165

Angel Acevedo, Director  
3620 SW 112th Place  
Miami, Florida 33165

Roberto Dominguez, Director  
11350 SW 56th Street  
Miami, Florida 33173

Raydel Echevarria, Director  
10155 SW 43rd Street  
Miami, Florida 33165

Etnan Gonzales, Director  
5761 SW 109 Court  
Miami, Florida 33173

Michael Urdanivia, Director  
238 NW 71st Avenue  
Miami, Florida 33126

Guillermo Velasco, Director  
2501 SW 98th Avenue  
Miami, Florida 33165

Felipe Chavez, Secretary/Treasurer  
11091 SW 65th Street  
Miami, Florida 33173

#### ARTICLE VII

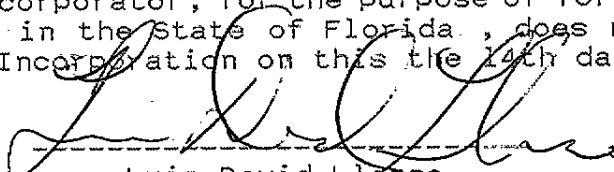
INCORPORATOR: The name and address of the incorporator is:

Luis David Llense  
10760 SW 63rd Street  
Miami, Florida 33173

#### ARTICLE VIII

COMMENCEMENT DATE AND CORPORATE EXISTENCE: Corporate existence shall be perpetual and shall commence on the date of charter by the Secretary of State of Florida.

WHEREFORE, the undersigned incorporator, for the purpose of forming a corporation to do business in the State of Florida, does make and files these Articles of Incorporation on this the 14th day of July, 1998

  
Luis David Llense


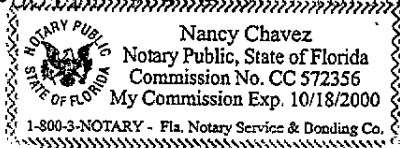
STATE OF FLORIDA)

SS

COUNTY OF DADE )


I HEREBY CERTIFY that before me the undersigned authority authorized to take acknowledgements in the State of Florida, personally appeared, Luis David Llense, to me known to be the person described as the Incorporator in the foregoing Articles of Incorporation of AniMotion Pictures, Inc. and he acknowledges that he executed said Articles of Incorporation declaring and certifying that the statements contained herein are true.

Witness my hand and seal in Miami, Dade County, Florida on this 14th day of July, 1998

  
NANCY CHAVEZ  
Notary Public, State of Florida  
  
Nancy Chavez  
Notary Public, State of Florida  
Commission No. CC 572356  
My Commission Exp. 10/18/2000  
1-800-3-NOTARY - Fla. Notary Service & Bonding Co.

ACCEPTANCE OF RESIDENT AGENT

The undersigned hereby accepts the foregoing designation as registered and resident agent for service of process within the State of Florida and agrees to comply with the provisions of law applicable to said designation. The undersigned also hereby confirms that his address is 10760 SW 63rd Street, Miami, Florida 33173

  
Luis David Llense 7/14/98

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