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To: Division of Corporations
Fax Number : (850) 922-4001

From: Account Name : FAS-T CORP. AGENTS, INC.
Account Number : 071001002335
Phone : (305) 599-0839
Fax Number : (305) 716-0346

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FLORIDA PROFIT CORPORATION OR P.A.

LATINOS GRAN VIDEO INC.

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FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

September 29, 1998

FAS-T CORP. AGENTS, INC.

SUBJECT: LATINOS GRAN VIDEO INC.
REF: W98000022168

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

Please accept our apology for failing to mention this in our previous letter.

THE NAME OF THE CORPORATION MUST BE ON THE CERTIFICATE OF DESIGNATION.

If you have any further questions concerning your document, please call (850) 487-6067.

Neysa Culligan
Document Specialist

FAX Aud. #: H98000017989
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ARTICLE OF INCORPORATION
OF
LATINOS GRAN VIDEO INC.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be: LATINOS GRAN VIDEO INC.

The principal place of business of this corporation shall be:
6741 SW. 24 St.
Miami, FL 33155

ARTICLE II NATURE OF BUSINESS

This corporation may engage in or transact any or all lawful activities or business permitted under the laws of the United State, the State of Florida, or any other state, country, territory or nation.

ARTICLE III CAPITAL STOCK

The aggregate number of shares of stock and its par value that this corporation is authorized to have outstanding at any one time is: $100 \times \$ 10.00 = \$ 1,000.00$

ARTICLE IV TERM OF EXISTENCE

This corporation is to exist perpetually.

Prepared by: Basic Accounting Service
692 W. 29 St., Ste# 9.
Hialeah, FL 33012
305-887-4185

ARTICLE V OFFICERS DIRECTORS

The name(s) and street address(es) of the initial officer(s) if any, who shall hold office the first year of the corporation's existence or until their successor(s) is (are) elected, is(are):

HERIBERTO CASTRO
6326 SW. 139 CT.
Miami, Fl. 33183

DIRECTOR

MIRTHA P. CANDANEDO
6326 SW. 139 CT.
Miami, Fl. 33183

DIRECTOR

ARTICLE VI INCORPORATOR(S)

The name(s) and street address(es) of the Incorporator(s) to these Article of Incorporation is (are):

HERIBERTO CASTRO
6326 SW. 139 CT.
Miami, Fl. 33183

PRESIDENT
(50 shares)

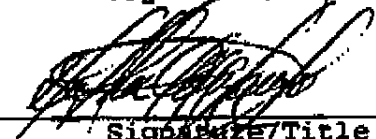
MIRTHA P. CANDANEDO
6326 SW. 139 CT.
Miami, Fl. 33183

SECRETARY & TREASURER
(50 shares)

The undersigned has(have) executed these Article of Incorporation this 24 th. day of September, 19 98.

✓ 

Signature/Title



Signature/Title

Signature/Title

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of sections 607.0501 or 617.0501, 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: _____
 LATINOS GRAN VIDEO INC.

2. The name and address of the registered agent and office is _____
 HERIBERTO CASTRO (Name)

 6326 SW. 139 CT.
 (P. O. BOX NOT ACCEPTABLE)

 Miami, FL 33183
 (CITY/STATE/ZIP)

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS MY POSITION AS REGISTERED AGENT.

SIGNATURE _____

DATE 09-24-98

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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