

Charter Number Only

**P98000090012**

LEONDR0 S. NUNEZ

Requestor's Name

299 ALHAMBRA CIRCLE ST. #1402

Address

CORAL GABLES, FL 33134

City

State

ZIP

Phone

(305) 445-1666

REVISION ONLY

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-10/22/98--01005--018  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

CORPORATION(S) NAME

35 M.M. PRODUCTIONS OF MIAMI, INC

*Empire corp  
auth to add  
Florida to address  
10/22/98*

FILED  
98 OCT 22 AM 10:44  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

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| <input checked="" type="checkbox"/> Profit         | <input type="checkbox"/> Amendment       | <input type="checkbox"/> Merger                     |
| <input type="checkbox"/> NonProfit                 |  |   |
| <input type="checkbox"/> Foreign                   | <input type="checkbox"/> Dissolution     | <input type="checkbox"/> Mark                       |
| <input type="checkbox"/> Limited Partnership       | <input type="checkbox"/> Annual Report   | <input type="checkbox"/> Other                      |
| <input type="checkbox"/> Reinstatement             | <input type="checkbox"/> Reservation     | <input type="checkbox"/> Change of Registered Agent |
| <input checked="" type="checkbox"/> Certified Copy | <input type="checkbox"/> Photo Copies    | <input type="checkbox"/> Certificate Under Seal     |
| <input type="checkbox"/> Call When Ready           | <input type="checkbox"/> Call If Problem | <input type="checkbox"/> After 4:30                 |
| <input checked="" type="checkbox"/> Walk In        | <input type="checkbox"/> Will Wait       | <input checked="" type="checkbox"/> Pick Up         |
|  |  | <input type="checkbox"/> Mail Out                   |

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Acknowledgment	
W.P. Verifier	

**CERTIFIED COPY**

RECEIVED  
98 OCT 22 AM 9:30  
DIVISION OF CORPORATION

**Empire** Toll Free: 1-800-432-3028

**ARTICLES OF INCORPORATION  
OF  
35 M.M. Productions of Miami, Inc.**

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The undersigned subscriber to these Articles of Incorporation, the natural person, competent to contract, hereby forms a corporation under the laws of the State of Florida.

**ARTICLE I  
NAME**

The name of the corporation shall be:  
**35 M.M. Productions of Miami, Inc.**

**ARTICLE II  
PURPOSES/NATURE OF BUSINESS**

The general nature of the business to be transacted by this corporation is:

- A. Any activity or business permitted under the laws of the United States and the State of Florida.

**ARTICLE III  
CAPITAL STOCK**

The maximum number of shares that this corporation is to have outstanding at any one time is Five Hundred (500) shares of common stock, having a nominal of par value of One Dollar (\$1.00) per share. The amount to be paid for each share shall be fixed by the board of directors, but in no event shall be less than \$1.00. In all events, the corporation may be paid in dollars, goods or services as provided in the by-laws.

Prepared by:  
Leandro S. Nunez, Esq.  
299 Alhambra Circle St. 402  
Coral Gables, Fl. 33134  
(305) 445-1666

ARTICLE IV  
TERM OF EXISTENCE

This corporation shall have perpetual existence.

ARTICLE V  
INITIAL CAPITAL

The amount of capital with which this corporation will begin business is more than Five Hundred Dollars (\$500.00).

ARTICLE VI  
ADDRESS

The initial address of the principal office of this corporation in the State of Florida is:

2536 Monterrey Court  
Weston, Ft. Lauderdale, <sup>Fla.</sup> 33327

The Board of Directors may from time to time move the principal offices to any other address.

ARTICLE VII  
REGISTERED AGENT AND REGISTERED OFFICE

The Registered Agent for the corporation shall be Dominique C. Bonet, and the registered office shall be located at 2536 Monterrey Court, Weston, Ft. Lauderdale, <sup>Fla.</sup> 33327 or at such other place as the Board of Directors shall from time to time direct, with appropriate notice being given to the Secretary of State.

ARTICLE VIII  
DIRECTORS

This corporation shall have not less than one director as set forth in the by-laws. The names and street addresses of the first member of the Board of Directors of this corporation, who, subject to these Articles of Incorporation, by-laws of this corporation, and the laws of the State of Florida, shall hold office until their successors have been elected and qualified, are:

NAME	ADDRESS
Salvador Bonet	2536 Monterrey Court Weston, Ft. Lauderdale, <sup>Fla.</sup> 33327
Dominique C. Bonet	2536 Monterrey Court Weston, Ft. Lauderdale, <sup>Fla.</sup> 33327

The name and street address of the subscriber of these Articles of Incorporation is:

NAME	ADDRESS
Dominique C. Bonet	2536 Monterrey Court Weston, Ft. Lauderdale, <sup>Fla.</sup> 33327

ARTICLE IX  
INSPECTION OF BOOKS AND RECORDS

The corporation shall from time to time determine whether and to what extent and at what times and places and under what conditions and regulations the accounts and books of the corporation (other than the stock book) or any of them shall be open to inspection of shareholders; and no shareholder shall have the right of inspection any account, book or documents of this corporation except as conferred by statute, unless authorized by a resolution of the shareholders or the Board of Directors.

ARTICLE X  
INDEMNIFICATION OF OFFICERS AND DIRECTORS

Every officer and every director of the corporation shall be indemnified by the corporation, as permitted by law, against all expenses and liability, including counsel fees, reasonably incurred by or imposed upon him in connection with any proceeding to which he may be a party or in which he may become involved by reason of his being or having been an officer or director at the time such expenses are incurred. The foregoing rights of indemnification shall be in addition to and not exclusive of all other rights to which such officer may be entitled.

ARTICLE XI  
AMENDMENTS

These Articles of Incorporation may be amended in the manner provided in the by-laws. Every Amendment shall be approved by the Board of Directors, proposed by them to the stockholders' meeting by a majority of the stock entitled to vote thereon, unless all the

Directors and all Stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

In Witness Whereof, I have hereunto set my hand and seal at Miami, Dade County, Florida this 21 day of October, 1998.

  
INCORPORATOR, Dominique C. Bonet

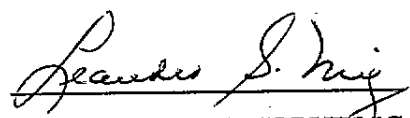
STATE OF FLORIDA)

) SS:

COUNTY OF DADE)

BEFORE ME, THE UNDERSIGNED AUTHORITY, THIS DAY PERSONALLY APPEARED Dominique C. Bonet TO ME KNOWN TO BE THE INDIVIDUAL DESCRIBED IN AND WHO EXECUTED THE FOREGOING ARTICLE OF INCORPORATION AND THAT HE ACKNOWLEDGED BEFOREME THAT SHE SIGNED AND EXECUTED THE SAME FOR THE PURPOSES THEREIN SET FORTH AND THAT SHE PRODUCED A VENEZUELAN PASSPORT # V-4.769.185




  
NOTARY PUBLIC  
STATE OF FLORIDA AT LARGE

My Commission Expires:

## ACKNOWLEDGMENT OF REGISTERED AGENT

Having been made initial Registered Agent to accept service or process of the corporation at the initial registered office designated in these Articles of Incorporation, I hereby accept such status and consent to act in this capacity and agree to comply with all the requirements of the law pertaining thereto.

  
Dominique C. Bonet

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98 OCT 22 AM 10:44  
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