

P98000091401

VIDEO CONNECT INC.  
7225 NW 25 Street, Suite 107  
Miami, FL. 33122  
Phone: 305-592-1118 Fax 305-592-1119  
[Amercable@gate.net](mailto:Amercable@gate.net)

October 14, 1998

500002667705--9  
-10/20/98--01017--011  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

Division of Corporations  
P.O. box 6322  
Tallahassee, FL. 32314

Dear Sirs:

Enclosed please find:

1 sets of articles of Incorporations for Video Connect

1 Check for \$ 78.75

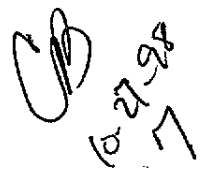
This amount covers the registration of the corporation and a certified copy of the date and time you received these papers dully registered in the State of Florida.

If you need any other information please contact the undersigned.



Jay Rosero

FILED  
98 OCT 27 PM 1:30  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA





FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

October 21, 1998

JAY ROSERO  
7225 N.W. 25 ST. STE.107  
MIAMI, FL 33122

SUBJECT: VIDEO CONNECT INC.  
Ref. Number: W98000023892

We have received your document for VIDEO CONNECT INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

We regret that we were unable to contact you by phone. Please return the corrected document with a letter providing us with an address and telephone number where you can be reached during working hours.

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of a name is not acceptable. Please select a new name and make the correction in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

Please designate only one person as the registered agent and remove the other from the articles.

The registered agent must sign accepting the designation.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6930.

Carolyn Batten  
Document Specialist

Letter Number: 798A00051919

VIDEO CONNECT CORP.  
7225 NW 25 Street, Suite 107  
Miami, FL. 33122  
Phone: 305-592-1118 Fax 305-592-1119  
Amercable@gate.net

October 26, 1998

Florida Department of State  
Department of Florida Incorporations  
Ms. Carolyn Batten  
Document Specialist  
409 East Gaines Street  
Tallahassee, FL. 32399

FILED  
98 OCT 27 PM 1:30  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Dera Ms. Batten:

As per our phone conversation of this morning, enclosed please find our corrected articles of incorporation as per our ref number: W 98000023892.

Following your instructions hereby we declare that:


"We, **Video Connect Corp.** are aware that there is a company called Video Connection of Ft. Pierce, Inc. We believe that our names are different, we would like to continue using our name **Video Connect Corp.**"

You may reach me at 305-592-1118 our address is 7225 NW 25 Street Suite 107, Miami, FL. 33122

There are banking loans in place waiting for a copy of the registered articles. We are enclosing a self return Federal Express way bill for you to use it and send us the proper documents as soon as possible.

Thanking you in advance for your help.

Very truly yours,

  
Jay Rosero  
President

**ARTICLES OF INCORPORATION  
FOR  
VIDEO CONNECT CORP.**

**FILED**  
98 OCT 27 PM 1:30  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned subscribers to these articles of incorporation, natural person competent to contract, hereby form a corporation under the law of the State of Florida.

**ARTICLE I – Name**

The name of the corporation shall be: **VIDEO CONNECT CORP.**

**ARTICLE II – Nature of Business**

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

**ARTICLE III- Principal Office**

The principal place of business and mailing address of this corporation shall be:

7225 NW 25 Street, Suite 107  
Miami, Fl. 33122

**ARTICLE IV- Capital Stock**

The number of shares that this corporation us authorized to have outstanding at anyone time is:

1000 (One Thousand)

**ARTICLE V- Initial Registered Agent and Address**

The name and address of the initial registered agents of this corporation is

Jairo Rosero  
19027 NW 53 Pl. Opalooka Fl. 33055

## **ARTICLE VI- TERMS OF EXISTANCE**

This corporation shall exist perpetually unless sooner dissolved according to Florida law.

## **ARTICLE VII-SPECIAL PROVISSIONS**

The stock of this corporation is intended to qualify under requirements of section 1244 of the Internal Revenue Code and the regulations issued thereunder. Such actions as may be necessary shall be deemed to have been taken by the appropriate officers to accomplish this compliance.

## **ARTICLE VIII-LIMITATION OF LIABILITY**

Each director, stockholder and officer, in consideration for this services, shall in the absence of fraud, be indemnified, whether then in office ir not, for the reasonable cost and expenses incurred by him in conection with the defense of or the advice concerning any claim asserted or proceeding brought aagainst him by reasons of his being or having been director, stockholder or officer of the corporation or of any subsidiary of the corporation, whether or not wholly owned, to the mazimum extends permitted by law. The foregoing right of the maximum extends permitted by law. The foregoing right of indemnification shall be exclusive of any other rights to which any director, stockholder or officer may be entitled as a matter of law.

## **ARTICLE IX- SELF DEALING**

No contract or transaction between the corporation and the other corporations, in absence of fraud, shall be affected or invalidated by the fact that any one or more of the corporation is interested in a contract or transaction or are directors or officers of any other corporation, and any directors, individually or jointly , may be a party or parties to or mau be interested in such contract.

## INITIAL BOARD OF DIRECTORS

This corporation shall have (2) two directors initially, the number of directors may be slither increased by the By laws, but shall never be less than (1). The name and address of the initial directors are as follows:

Jairo and Isabel Rosero  
19027 NW 53 Pl.  
Opalooka Fl. 33055

In witness whereof, the undersigned has executed these articles of incorporation this 12 of October 1998

  
Jairo Rosero

  
Isabel Rosero

## CERTIFICATE OF DESIGNATION

### REGISTERED AGENT / REGISTERED OFFICE

Pursuant to the provisions of section 607.0501 of Florida Statues, 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.

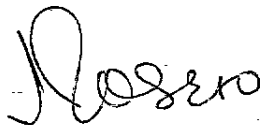
1. - The name of the Corporation is:

**VIDEO CONNECT CORP.**

- 2.- The name and address of the registered Agent and office is:

Jairo Rosero  
19027 NW 53 Place, Opalooka, Fl. 33055

SIGNATURE:

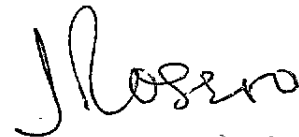


Date: October 12, 1998

### ACCEPTANCE

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNED IN THIS CERTIFICATE. I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISION OF ALL STATUES RELATING TO THE PREFER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

Signature:



Jairo Rosero -Registered Agent

Date: October 1998

**FILED**  
98 OCT 27 PM 1:30  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA