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TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4001

FROM: EMPIRE CORPORATE KIT COMPANY
CONTACT: RAY STORMONT
PHONE: (305)541-3694

ACCT#: 072450003255
FAX #: (305)541-3770

NAME: VIDEOTOURS INTERNATIONAL, INC.

AUDIT NUMBER.....H98000021875

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..0

PAGES..... 4

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION

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VIDEOTOURS INTERNATIONAL, INC. SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I: NAME

The name of this Corporation is: VideoTours International, Inc.
Principal address of the Corporation is:
138 North Swinton Avenue
Delray Beach, FL 33444

ARTICLE II: DURATION

This Corporation shall have a perpetual existence commencing on the date of filing of these Articles.

ARTICLE III: PURPOSE

This Corporation is organized for the purpose of transacting any or all lawful business. The specific nature of business for this professional association is Video Production for Television.

ARTICLE IV: CAPITAL STOCK

This Corporation is authorized to issued 10000 shares of Common Stock at a par value of \$1.00.

ARTICLE V: INITIAL REGISTERED AGENT AND OFFICE

The street address of the Initial Registered Office of this Corporation is: 138 North Swinton Avenue
Delray Beach, FL 33444

The name of the Initial Registered Agent of this Corporation at that address is: James Stahl

ARTICLE VI: INITIAL CAPITAL

The initial Capital with which the Corporation shall begin business is: \$10,000.00

ARTICLE VII: INITIAL BOARD OF DIRECTORS

This corporation shall have two directors, initially.

The name and address of the Initial Director of this corporation is:

Robert Karpel
2617 65th St East
Bradenton, FL 34208

JAMES F. STAHL, ACCOUNTANT
STAHL & ASSOCIATES, P.A.
138 N. SWINTON AVENUE
DELRAY BEACH, FLORIDA 33444
561-265-2229

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ARTICLE VIII: BY-LAWS

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Directors.

Ownership of stock in this Corporation shall not be a condition preceding membership on the Board of Directors or to the election as an Officer of the Corporation.

ARTICLE IX: OFFICERS

The name and address of the Officer who shall hold office for the first year of the Corporate existence or until successors have been elected and qualified is as follows:

President: Robert Karpel
2617 65th St E
Bradenton, FL 34208

Vice President/Treasurer:
James F. Stahl
138 North Swinton Avenue
Delray Beach, FL 33444


ARTICLE X:

The name and address of the person signing these Articles is:
James F. Stahl
138 North Swinton Avenue
Delray Beach, Florida 33444

ARTICLE XI:

This Corporation reserves the right to amend or repeal any provisions contained in the Articles of Incorporation or any amendment hereto.

IN WITNESS WHEREOF, THE UNDERSIGNED INCORPORATOR HAS EXECUTED THE ARTICLES OF INCORPORATION, THE 19th DAY OF November, 1998.


(Registered Agent / Incorporator)

Having been named to accept service of process for the above stated Corporation, at place designated in this certificate. I hereby accept to act in this capacity, and agree to comply with the provision of said act relative to keeping on said office.

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STATE OF FLORIDA)
 ss
COUNTY OF PALM BEACH)

Before me, a Notary Public authorized to take acknowledgments in this State and County set forth above, personally appeared before me, James F. Stahl, known to me to be this person who executed the foregoing Articles of Incorporation, and he acknowledged before me these Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the State and County aforesaid, this 19th day of November, 1998.

Kelli J. Spillane
Kelli J. Spillane, Notary Public
Commission #CC493430
My commission expires on:
September 05, 1999

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TALLAHASSEE, FLORIDA

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