

P99000011573

CINEPRO, INC.

C/O JOSEPH M. FILLOY
100 N BISCAYNE BLVD STE 700
MIAMI FL 33132

300002763233--7
-02/03/99-01031-008
****122.50 *****78.75

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CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

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TALLAHASSEE, FLORIDA

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NEW FILINGS

- ☐ Profit
- ☐ Not for Profit
- ☐ Limited Liability
- ☐ Domestication
- ☐ Other

OTHER FILINGS

- ☐ Annual Report
- ☐ Fictitious Name

AMENDMENTS

- ☐ Amendment
- ☐ Resignation of R.A., Officer/Director
- ☐ Change of Registered Agent
- ☐ Dissolution/Withdrawal
- ☐ Merger

REGISTRATION/QUALIFICATION

- ☐ Foreign
- ☐ Limited Partnership
- ☐ Reinstatement
- ☐ Trademark
- ☐ Other

SP 2/5

**ARTICLES OF INCORPORATION OF
CINEPRO, INC.**

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ARTICLE I - NAME

The name of this Corporation is **CINEPRO, INC.**

ARTICLE II - PURPOSE

This Corporation shall have perpetual existence and may engage in any and all lawful business under the laws of the United States and the State of Florida.

ARTICLE III - CAPITAL STOCK

This corporation is authorized to issue 1,000 shares of one dollar (\$1.00) par value common stock.

ARTICLE IV - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash or any new common stock of this corporation, shall have the right to purchase their pro rata share (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The present street address of the office of this corporation 7620 S.W. 150 Terrace, Miami, Florida, 33158. The name of the initial Registered Agent of this corporation is Cesare Giovanni Fabietti, mailing address is 7620 S.W. 150 Terrace, Miami, Florida, 33158.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have one director initially. The number of directors may either increase or diminished from time to time by the by-laws, but shall never be less than one (1). The initial director of this corporation is:

Cesare Giovanni Fabietti

ARTICLE VII - INCORPORATOR

The name and address of the person signing this articles is:

Cesare Giovanni Fabietti
7620 S.W. 150 Terrace
Miami, Florida 33158

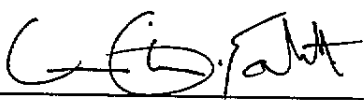
ARTICLE VIII - INDEMNIFICATION

The corporation shall indemnify any officer or director, or any former officers or directors to the full extent permitted by law.

ARTICLE IX - BY-LAWS

The power to adopt, alter, amend or repeal by-laws shall be vested in the Board of Directors and the Shareholders.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these articles of Incorporation on January 25, 1999.

✓ 

Cesare Giovanni Fabietti, Incorporator

STATE OF FLORIDA)

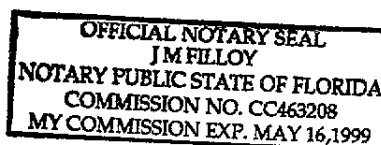
COUNTY OF DADE)

BEFORE ME, a notary public authorized to take acknowledgements in the state and county set forth above, personally appeared Cesare Giovanni Fabietti, who is personally known to me, to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed same.

IN WITNESS WHEREOF, I have hereunder set my hand and affixed my official seal, in the state and county aforesaid this 25 of January 1999.


NOTARY PUBLIC
STATE OF FLORIDA AT LARGE

My Commission Expires:



WITNESSETH:

That **CINEPRO, INC.**, desiring to organize under the laws of the State of Florida, which will have its principal office in the County of Dade, State of Florida, has appointed Cesare Giovanni Fabietti as its agent to accept service of process within this state.

ACKNOWLEDGEMENT:

Having been named by the first Board of Directors of **CINEPRO, INC.** to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby agree to act in the capacity of Registered Agent for said corporation, and agree to comply with the applicable provision of the Florida Statutes, this 25 of January 1999

✓ 

Cesare Giovanni Fabietti, Registered Agent

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TALLAHASSEE, FLORIDA