POODOO 015418 CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302 (850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

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Marine Ma	99 FEB - 9 AM 9: 38 DIVISION OF CORPORATION		
Signature			

Walk-In _____ Will Pick Up _

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LTD Partnership File
Foreign Corp. File
L.C. File
Fictitious Name File
Trade/Service Mark 🛱 🚊
Merger File
Art. of Amend. File
RA Resignation
Dissolution / Withdrawal
Annual Report / Reinstatement
Cert. Copy
Photo Copy
Certificate of Good Standing
Certificate of Status
Certificate of Fictitious Name
Corp Record Search
Officer Search
Fictitious Search
Fictitious Owner Search
Vehicle Search
Driving Record
UCC 1 or 3 File
UCC 11 Search
UCC 11 Retrieval
Courier Rurintum FFB 1 7 1999



Secretary of State

February 9, 1999

CAPITAL CONNECTION, INC. 417 E. VIRGINIA ST. STE. 1 TALLAHASSEE, FL 32301

SUBJECT: VIDEO SHARE II, INC. Ref. Number: W99000003261

We have received your document for VIDEO SHARE II, 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):

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as Registered Agent.)

The registered agent must sign accepting the designation.

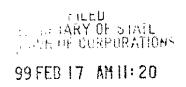
Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6929.

Randall Purintun Document Specialist

Letter Number: 199A00005724

ARTICLES OF INCORPORATION of Video Share II, Inc.



The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, do hereby associate myself together for the prupose of forming a corporation under the laws of the STATE OF FLORIDA.

ARTICLE 1 - CORPORATE NAME

The name of the Corporation is: Video Share II. Inc.

ARTICLE 11 - DURATION

The Corporation shall exist perpetually unless dissolved according to FLORIDA LAW.

ARTICLE 111 - PURPOSE

The Corporation is organized for the purpose of engaging in any and all business legal under the laws of the state Florida or the United States of America.

ARTICLE 1V - CAPITAL STOCK

The Corporation is authorized to issue ONE HUNDRED THOUSAND shares (100,000) of ONE Dollar par value Common Stock, which shall be designated "COMMON STOCK".

ARTICLE V - INITIAL REGISTERED AGENT AND OFFICE

The principal office and address of the Corporation is:

Terrace Oak Plaza 11401 N. 56th Street, Suite 16 Tampa, FL 33617

The name and address of the Initial Registered Agent of this Corporation is:

Joel T. Patterson 2415 W Azeele Street Tampa, FL 33609

ARTICLE V1 - INITIAL BOARD OF DIRECTORS

This Corporation shall have one (1) director initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than one (1).

Initial Board of Director(s) Cont.:

The name and address of the initial director of the Corporation is as follows:

Carlos A. Gonzalez Terrace Oak Plaza 11401 N. 56th Street, Suite 16 Tampa, FL 33617

ARTICLE V11 - INCORPORATOR

The name and address of the incorporator signing these articles is as follows:

Joel T. Patterson 2415 W. Azeele Street Tampa, FL 33609

IN WITNESS WHEREOF, the undersigned subscriber has executed the ARTICLES OF

INCORPORATION this 11th Day of Februay, 1999.

Joel T. Patterson

STATE OF FLORIDA COUNTY OF HILLSBOROUGH

Before me, a Notary Public duly authorized to take acknowledgements in the State and County set forth above, personally appeared, Joel T. Patterson, known to me and known to be the person described as the subscriber in and who executed the foregoing Articles of Incorporation, who acknowledged before me that he subscribed to said Articles of Incorporation.

Witness my hand and official seal in the County and State last said this 11th day of February, 1999.

NOTARY PUBLIC

My Commission Expires:

NOELLE RIMES
MY COMMISSION # CC #40
EXPIRES: January 21
Bonded Thru Notary Public University

NOELLE RIMES

"YY COMMISSION # CC 803501

EXPIRES: January 21, 2003

Bonded Thru Notary Public Underwriters



CERTIFICATE OF REGISTERED AGENT FEB 17 AM II: 20 of VIDEO SHARE II, INC.

Pursuant to Florida Statues Sections 48.091 and 607.0501, the following is submitted:

The above Corporation, desiring to organize under the laws of the STATE OF FLORIDA with it's registered office as indicated in the Articles of Incorporation at:

2415 W Azeele Street Tampa, FL 33609

has named Joel T. Patterson at the aforementioned address, as it's Registered Agent to accept service of process within this state.

ACKNOWLEDGEMENT

Having been named as Registered Agent to accept service of process for the above stated Corporation at the place designated in this certificate, and being familiar with the obligations of that position I hereby accept to act in this capacity, and agree to comply with the provisions of Florida Law in keeping open said office.

SIGNATURE

(registered agent)

February 11, 1999