

LAW OFFICES  
OF  
**MICHAEL I. FINESILVER**  
ATTORNEY AT LAW

MICHAEL I. FINESILVER  
MEMBER OF FLORIDA BAR, ADMITTED  
TO U.S. DISTRICT COURT, SOUTHERN  
DISTRICT OF FLORIDA

SUITE 372  
420 LINCOLN ROAD  
MIAMI BEACH, FLORIDA 33139  
TELEPHONE: (305) 672-0045  
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April 19, 1999

Ms. Kimberly Rolfe  
Florida Department of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32314

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-04/26/99--01013--024  
\*\*\*\*\*75.78 \*\*\*\*\*75.78

Dear Ms. Rolfe:

Enclosed you will find the original (and one copy) Articles of Incorporation of **Latin Gate Productions, Inc.** Additionally, I have enclosed a check for \$78.75 to cover the filing fees, registered agent designation, and certified copy.

A self-addressed stamped envelope has been provided for the return of my certified copy. If there are any errors or questions, please phone or write.

Thank you for your attention to this matter.

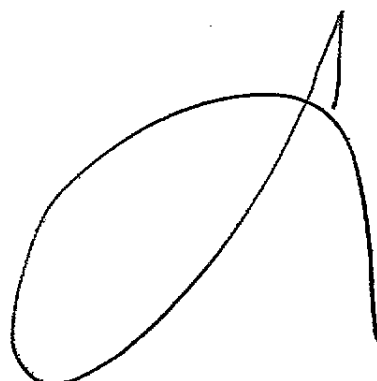
Very Truly Yours,

  
Michael I. Finesilver, Esq.

Enclosure

99 APR 26 AM 10:05  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

FILED

 4/26

**ARTICLES OF INCORPORATION**  
**OF**

**"Latin Gate Productions, Inc."**

**ARTICLE I**

**NAME OF CORPORATION**

The name of this Corporation shall be **"Latin Gate Productions, Inc."**

**ARTICLE II**

**PRINCIPAL PLACE OF BUSINESS**

The principal place of business of the Corporation will be **1037 Meridian Avenue, #5, Miami Beach, FL 33139.**

**ARTICLE III**

**TERM OF EXISTENCE**

This corporation shall exist perpetually unless sooner dissolved according to law, commencing on the date and time of filing of the Articles of Incorporation by the Department of State stated herein below.

**ARTICLE IV**

**PURPOSE AND POWERS**

This corporation is organized for the purpose of transacting any and all lawful business and shall have all of the corporate powers enumerated in the Florida General Corporation Act.

**ARTICLE V**

**CAPITAL STOCK**

This corporation is authorized to issue 1000 shares of common stock having par value of \$1.00 per share.

**ARTICLE VI**

**INITIAL REGISTERED OFFICE AND AGENT**

**FILED**  
99 APR 26 AM 10:05  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

The street address of the initial registered office of the Corporation is **420 Lincoln Road, Suite 372, Miami Beach, Florida 33139** and the initial registered agent is **Michael I. Finesilver, Esq.**

## **ARTICLE VII**

### **INITIAL BOARD OF DIRECTORS**

This corporation shall have 1 director initially. The number of directors may be increased from time to time as provided in the by-laws. The name and address of the initial director and principal office of this Corporation are:

**Alberto Portalatin  
1037 Meridian Avenue, #5  
Miami Beach, FL 33139**

## **ARTICLE VIII**

### **INCORPORATORS**

The name(s) and address(es) of the people signing these Articles of Incorporation are:

**Alberto Portalatin  
1037 Meridian Avenue, #5  
Miami Beach, FL 33139**

## **ARTICLE IX**

### **EXECUTIVE COMMITTEE**

The Board of Directors may, by resolution, designate one or more of their number to substitute an Executive Committee, who, to the extent provided in such resolution, or in the by-laws of the Corporation, shall have and may exercise the powers of the Board or Directors. The Board of Directors may, by resolution, discontinue the Executive Committee or change the members thereof at any time.

## **ARTICLE X**

### **INDEMNIFICATION**

The Corporation shall indemnify any officer or director or any former or director or member of the Executive Committee or any shareholder to the full extent provided by law.

## **ARTICLE XI**

### **AMENDMENT**

The Corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, any rights conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporator executes these Articles of Incorporation

this 21 day of April, 1999.

Alberto Portalatin  
Alberto Portalatin

STATE OF Florida

COUNTY OF Dade

I hereby certify that on this day, before me, an officer duly authorized to administer oaths and take acknowledgments, personally appeared

Alberto Portalatin

known to me to be the person described in and who executed the foregoing instrument, who acknowledged before me that he executed the same, that I relied upon the following form of identification of the above-named person: personally known to me and that an oath (was) (was not) taken.

Notary Rubber Stamp Seal



MICHAEL I. FINESILVER  
My Commission CC543885  
Expires Jun. 07, 2000

Witness my hand and official seal in the County and State last aforesaid this 21 day of April, AD 1999.

Michael I. Finesilver  
Notary Signature

Michael I. Finesilver  
Printed Notary Signature

**DOMICILE FOR THE SERVICE OF PROCESS WITHIN  
THE STATE OF FLORIDA, NAMING AGENT UPON  
WHOM PROCESS MAY BE SERVED**

**IN COMPLIANCE WITH SECTION 607.050, FLORIDA STATUTES, THE FOLLOWING IS  
SUBMITTED:**

That **Latin Gate Productions, Inc.**, desiring to organize or qualify under the laws of the State of Florida, with its principle place of business at the City of Miami Beach, State of Florida, has named **Michael I. Finesilver, Esq.**, located at **420 Lincoln Road, Suite 372, Miami Beach, Florida 33139** as its agent to accept Service of Process within Florida.

SIGNATURE: *Alberto Portalatin*  
Alberto Portalatin

DATE: April, 21 1999.

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further state that I am familiar with the obligations of this position and agree to comply with the provisions of all statutes relative to the proper performance of my duties.

SIGNATURE: *Michael I. Finesilver*

DATE: April, 21 1999.

**FILED**  
99 APR 26 AM 10:05  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA