Division of Corporations

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Florida Department of State

Division of Corporations
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To:

Division of Corporations

Fax Number : (850)922-4001

From:

Account Name : L & I GALLO, INC.

Account Number : 112177003150
Phone : (954)424-7239
Fax Number : (954)472-9280

FLORIDA PROFIT CORPORATION OR P.A.

DIGITAL VIDEO DEPOT, INC.

B. McKnigh' MAY 2 4 1999

From : L&I GALLO

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ARTICLES OF INCORPORATION OF DIGITAL VIDEO DEPOT, INC.

The undersigned, for the purpose of forming a corporation under the Florida

Business Corporations Act do hereby adopt the following Articles of Incorporation:

ARTICLE I

The name of the corporation is DIGITAL VIDEO DEPOT, INC.

ARTICLE II OFFICES

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

7640 N.W. 25 STREET SUITE #113 MIAMI ,FL 33122

The corporation may have such other offices, either within or without the State of Florida, as the board of directors may designate, or as the business corporation may require from time to time.

ARTICLE III PURPOSE

The general purposes for which the corporation is organized are:

To engage in general services, including but not limited to: RETAILE 59
 WHOLESALE
 To transact any other lawful business for which corporations may be incorporated under the Florida Business Corporation Act. 50

Propared By: L & I GALLO, INC. 1206 DANBURY AVE. DAVIE, FL 33325 (954) 424-7239 Fax 472-9280 From : L&I GALLO

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ARTICLE IV CAPITALIZATION AND SHARES

The number of shares which the corporation is authorized to issue is 1000 common shares at 1.00 par value.

ARTICLE V REGISTERED AGENT

The name and address of the initial registered agent shall be:

ARNALDO HERNANDEZ 7640 N.W. 25 STREET SUITE#113 MIAMI,FL 33122

ARTICLE VI DIRECTORS

The number of directors constituting the initial board of directors is/are (1). The name and address of each Principal is:

ARNALDO HERNANDEZ 7640 N.W. 25 STREET SUITE#113 MIAMI,FL 33122

resident, AII	Vice-president, AH
Secretary, AH	Treasurer, AH

From: L&I GALLO

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ARTICLE VII **INCORPORATES**

The name and address of each incorporate is:

PRESIDENT

ARNALDO HERNANDEZ 7640 N.W. 25 STREET BUITE#113 MIAMI,FL 33122

VICE PRESIDENT ARNALDO HERNANDEZ 7640 N.W. 25 KTRRRT BIJITE#133 MIAMI,FL 33122

SECRETARY ARNALDO HERNANDEZ 7640 n.w. 25 etreet suite#113 MIAMI,FL 33122

TREASURER ARNALDO HERNANDEZ 764b n.W. 25 STREET SUITE#J 33 MIAMI,FL 33122

The undersigned has (have) executed these Articles of Incorporation this

20 day of May 1999

Signature/President Signature/Vice-President

Signature/Treasurer

Signature/Secretary

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CERTIFICATE OF DESIGNATION REGISTERED AGENT / REGISTERED OFFICE

Pursuant to the provisions of section 607.0501, Florida Statues, the undersigned corporation, organized under the laws of the State of Florida, submits the following statements in designating the registered office / registered agent, in the state of Florida.

- 1. The name of the corporation is: DIGITAL VIDEO DEPOT, INC.
- 2. The name and address of the registered agent and office is:

ARNALDO HERNANDEZ 7640 N.W. 25 STREET SUITE#113 MIAMI,FL 33122 99 MAY 24 AM 9: 47
SECRETARY OF USATE

Signature/corporate officer, AH.

Title Vice President

Date 05/20/99

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in the certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statues relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as Registered Agent.

Signature, AII

Date____05/20/99