

P99000055066

Department of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

**SUBJECT:** PELÍCULAS PONDER, INC.

Enclosed are an original and one (1) copy of the articles of incorporation and a check for:

\$87.50 – Filing Fee, Certified Copy & Certificate of Status

**FROM:** Lynn Ponder  
1717 N. Bayshore Drive, Suite 1037  
Miami, FL 33132

305-373-6857

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-06/16/99--01073--013  
\*\*\*\*\*87.50 \*\*\*\*\*87.50

**NOTE:** Please provide the original and one copy of the articles.

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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6/17

**ARTICLES OF INCORPORATION**

**OF**

**PELÍCULAS PONDER, INC.**

The undersigned incorporator hereby forms a corporation under Chapter 607 of the Laws of the State of Florida.

**ARTICLE I NAME**

The name of the corporation shall be:

**PELÍCULAS PONDER, INC.**

The principal place of business of this corporation shall be 1717 North Bayshore Drive, Suite 1037, Miami, Florida 33132, and the mailing address of the corporation is the same.

**ARTICLE II NATURE OF BUSINESS**

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

**ARTICLE III CAPITAL STOCK**

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock having no par value per share.

**ARTICLE IV REGISTERED AGENT**

The street address of the initial registered office of the corporation shall be 1717 North Bayshore Drive, Miami, Florida 33132, and the name of the initial registered agent of the corporation at the address is Lynn Ponder.

**ARTICLE V TERM OF EXISTENCE**

This corporation is to exist perpetually.

**ARTICLE VI DIRECTORS**

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. The names and street addressees of the

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TALLAHASSEE, FLORIDA

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initial officers and directors who shall hold office the first year of the corporation's existence or until their successors are elected are:

Lynn Ponder 1717 N. Bayshore Drive, Suite 1037  
Miami, Florida 33132

Hector Dapena Conde 1717 N. Bayshore Drive, Suite 1037  
Miami, Florida 33132

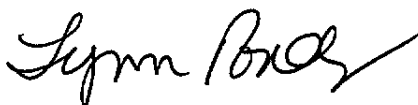
Luzette M. Rivera-Diez 2025 Brickell Ave., Suite 1004  
Miami, FL 33129

#### **ARTICLE VII INCORPORATOR**

The name and street address of the incorporator to these Articles of Incorporation is:

Lynn Ponder 1717 N. Bayshore Drive, Suite 1037  
Miami, Florida 33132

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 14 day of June, 1999.

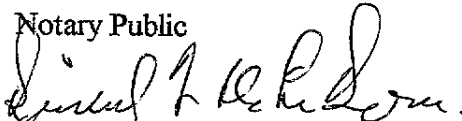


Lynn Ponder

**STATE OF FLORIDA  
COUNTY OF DADE**

THE FORGOING instrument was acknowledged and sworn to before me this 14 day of June 1999 by Lynn Ponder of Ponder Films, Inc.

Notary Public



My Commission Expires:



Richard F. De La Rosa  
Commission # CC 800054  
Expires JAN. 3, 2003  
BONDED THRU  
ATLANTIC BONDING CO., INC.

**ACCEPTANCE OF REGISTERED AGENT  
DESIGNATED IN THE ARTICLES OF INCORPORATION**

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TALLAHASSEE, FLORIDA

Lynn Ponder, an individual residing in this state, having a business office identical with the registered office of the corporation named below, and having been designated as the Registered Agent in the above and foregoing Articles of Incorporation of:

**PELÍCULAS PONDER, INC.**

Lynn Ponder is familiar with and accepts the obligations of the position of Registered Agent under Section 607-0505, Florida Statutes.

By:   
Typed Name: Lynn Ponder