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Member of California Bar Only

August 23, 1999

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

Re: DVD Corporation, Inc. and HDTV Corporation, Inc.

Gentleman:

Enclosed please find my Check in the sum of \$140.00 for payment of the filing fee and registered agent's fee for the above two new corporations.

Please mail me the enclosed copies after you stamp and date the same showing when they were filed for record.

I CALLED FOR NAME AVAILABILITY PRIOR TO MAILING THE ENCLOSED CORPORATIONS AND WAS TOLD THAT THESE NAMES WERE AVAILABLE. IF THEY ARE NOT OR If you have any question regarding the above, please call me at (305) 893-0000.

I will accept a collect call if necessary.

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-08/27/99-01069-001
****140.00 *****70.00

Thank you for your cooperation.

Yours very truly,


Walter B. Lebowitz

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ARTICLES OF INCORPORATION OF

DVD Corporation, Inc.

ARTICLE I - NAME

The name of this Corporation is: DVD Corporation, Inc.

ARTICLE II - DURATION

This corporation shall have perpetual existence commencing on the date of the filing of these Articles with the Department of State.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any and/or all lawful business, especially anything relating to ELECTRONICS, STEREO SOUND, MUSIC, RECORDINGS, TELEVISION, CABLE, AND THE PRODUCTION, CREATING AND DISTRIBUTION OF SOUND RECORDINGS, TELEVISION PROGRAMS, ADVERTISING, COMMERCIALS, AND MARKETING.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 1,000,000 shares of common stock, at one cent (\$.001) par value, per share.

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial principal and registered Office of this corporation is 694 ne 76TH Street, Suite 4, Miami, Florida 33138, and the name of the initial registered agent of this corporation at that address is, ERIC TAUSCH.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have One (1), Director constituting the initial Board of Directors. The number of Directors may be

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either increased or decreased from time to time by the By Laws.

The names and addresses of the initial Board of Directors of this corporation is/are:

NAME

ADDRESS

ERIC TAUSCH, 694 ne 76TH Street, Suite 4, Miami, Florida 33138.
Director and President

ARTICLE VII - INCORPORATORS

The name and address of each person signing these Articles are:

NAME

ADDRESS

ERIC TAUSCH, 694 ne 76TH Street, Suite 4, Miami, Florida 33138.

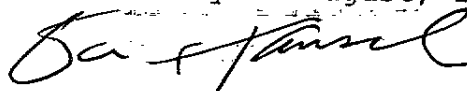
ARTICLE VIII - INDEMNIFICATION

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

ARTICLE IX - AMENDMENT

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

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 18th day of August, 1999.



Subscriber, ERIC TAUSCH.

ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF INCORPORATION

I, ERIC TAUSCH HAVING A BUSINESS OFFICE at 694 N. E. 76TH Street, Suite 4, Miami, FL 33138, and, having been designated as the Registered Agent in the above and foregoing Articles, and to accept service of process for the above stated Corporation at my business address, am familiar with and accept the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes. I further agree to comply with the provisions of said Statutes relating to the proper and complete performance of my duties as registered agent.


Eric Tausch

Date: 8/23/99

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c:RES AGENT ERIC