FROM: NUNEZ ACCOUNING & TAX SERVICE PHONE NO.: 1 305 222 8657

Sep. 07 1999 03:38PM P2

Division of Corporations

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Florida Department of State

Division of Corporations Public Access System Katherine Harris, Secretary of State

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To:

Division of Corporations

: (850)922-4001 Fax Number

From:

Account Name

: NUNEZ ACCOUNTING & TAX SERVICE, INC.

Account Number : Il9980000032

: (305)222-1280

Fax Number :--(305)222-1281

FLORIDA PROFIT CORPORATION OR P.A.

Reel Different Film & Video Corp.

| Certificate of Status | 1 |
|-----------------------|---------|
| Certified Copy | 1 |
| Page Count | 01 |
| Estimated Charge | \$87.50 |

B. McKnigh, SEP 0 8 1999

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ARTICLE OF INCORPORATION

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be:

Reel Different Film & Video Corp.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be: 4680 NW 107th Avenue #1508
Miami, FL 33178

ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

100 shares @ \$1.00 per Value

ARTICLE IV INITIAL REGISTERED AGENT & STREET ADDREES

The name and Florida street address of the initial registered agent are:

Giancarlo Aponte 4680 NW 107th Avenue #1508 Miami, FL 33178

ARTICLE V INCORPORATOR

The name and address of the incorporator to these Articles of Incorporation are: **Giancarlo Aponte**

4680 NW 107th Avenue #1508

Miami, FL 33178

Nunez Accounting & Tax Service 10668 NW Fontainebleau Blvd Miami, FL 33172 Phone: (305) 222-1280 SECRETARY OF STATE
DIVISION OF CORPORATIONS

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ARTICLE VI PURPOSE

The purpose of this business is: Film Production

9/03/99
Signature/Incorporator Date

(An additional article must be added if an effective date is requested.)

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this 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 statutes 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.

9/03/99
Signature/Registered Agent
Date

SECRETARY OF STATE STATE OF CORPORATIONS

99 SEP -7 AM 8: 23

Nunez Accounting & Tax Service 10668 NW Fontainebleau Blvd Miami, FL 33172 Phone: (305) 222-1280