

Est. 1757
DRAKEFORD
&
DRAKEFORD
ACCOUNTANTS & CONSULTANTS
A PROFESSIONAL ASSOCIATION

P 99 000 100 454

Washington, D.C. Regional Offices
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November 3, 1999

Florida Department of State
ATTN: Dana Calloway, Document Specialist
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

Re: **Cine Entertainment Corp.**

Dear Ms. Calloway:

Enclosed, please find the original and copy of the Articles of Incorporation for the above referenced corporation. Included is a check in the amount of seventy dollars (\$70.00) to cover the filing fee.

Please return a filed stamped copy to me in the enclosed self-addressed stamped envelope. For any additional information, please do not hesitate to contact the undersigned.

Very truly yours,

Carrie Lynn Adams
Carrie Lynn Adams
Financial Analyst

Enclosures: Articles of Incorporation/Cine Entertainment Corp.

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*****70.00 *****70.00

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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Fax: 011-44-1638-751794

E-Mail: drakeford@3n.net

F. CHESLER

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ARTICLES OF INCORPORATION
OF
CINE ENTERTAINMENT CORP.

The undersigned, for the purpose of forming a corporation
hereby adopt the following Articles of Incorporation.

ARTICLE ONE
NAME

The name of the Corporation is:

Cine Entertainment Corp.

ARTICLE TWO
DURATION

The term of existence of the Corporation is perpetual.

ARTICLE THREE
PURPOSE

The Corporation will transact any and all lawful
business to include, but not restricted to,
media, music & entertainment.

ARTICLE FOUR
CAPITAL STOCK

The aggregate number of shares which the Corporation has
Authority to issue is Ten (10) all of which shall be
common shares with a par value of \$100.00

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ARTICLE FIVE
PREEMPTIVE RIGHTS GRANTED

Each shareholder of any class of stock of this corporation shall be entitled to full preemptive rights to purchase any unissued shares of the Corporation and any securities of the Corporation convertible into carrying a right to subscribe to or acquire shares of any such unissued shares.

ARTICLE SIX
INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office and resident agent is:

Drakeford & Drakeford, A Professional Association
2212 East 4th Avenue
Tampa, Florida 33605

ARTICLE SEVEN
DIRECTOR/OFFICERS

The initial governing board of the Corporation should be styled directors and the directors are as follows:

The name and address of the President is:

Farhath Hussain
P.O. Box 22023
Tampa, Florida 33622-2023

The name and address of the initial director is:

Walter H.C. Drakeford
P.O. Box 22023
Tampa, Florida 33622-2023

ARTICLE EIGHT
PRINCIPAL OFFICE

The corporation's principal office is located at:

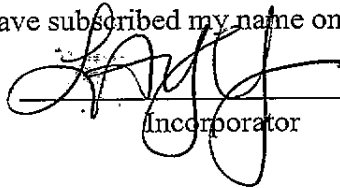
2212 East 4th Avenue
Tampa, Florida 33605

ARTICLE NINE
INCORPORATORS

The name and address of the incorporator is:

Laura Ann Yancey
Drakeford & Drakeford, A Professional Association
P.O. Box 508
King George, Virginia 22485

IN WITNESS WHEREOF, I have subscribed my name on this 3rd Day of November, 1999.

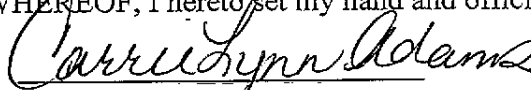

Incorporator

STATE OF: VIRGINIA

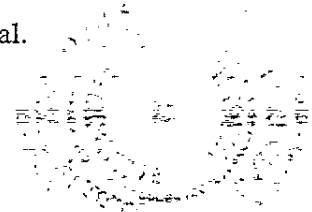
COUNTY OF: KING GEORGE

On this 3rd day of November, 1999, before me, the above-signed officer personally appeared Laura Ann Yancey, known to me, to be the whose name is subscribed to the within instrument, and acknowledged that she executed the same for the purpose there contained.

IN WITNESS WHEREOF, I hereto set my hand and official seal.


Notary

My Commission Expires June 30, 2002



**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN THIS STATE NAMING AGENT UPON
WHOM PROCESS MAY BE SERVED.**

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said act.

First that Cine Entertainment Corp., desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation in the county of (Hillsborough), State of Florida, has named Drakeford & Drakeford, A Professional Association, 2212 East 4th Avenue, Tampa, Florida 33605, as its agent to accept service of process within this state.

ACKNOWLEDGMENT AND ACCEPTANCE;

Having been named to accept service of process for the above named Corporation, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.



Drakeford & Drakeford, P.A.
Walter H.C. Drakeford
Senior Managing Director

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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