

9202641 HOME MOVIE DELIVERY, INC.

02/17/92

Secretary of State
Business Services and Regulation
Suite 315, West Tower
2 Martin Luther King Jr. Dr.
Atlanta, Georgia 30334-1530

CONTROL NUMBER: 9202641
EFFECTIVE DATE: 02/17/1992
COUNTY : FULTON
REFERENCE : 0010
PRINT DATE : 02/20/1992
FORM NUMBER : 311

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DAVID I. FUNK
3490 PIEDMONT RD., NE
SUITE 400
ATLANTA GA 30305

CERTIFICATE OF INCORPORATION

I, **MAX CLELAND**, Secretary of State and the Corporation Commissioner of the State of Georgia, do hereby certify under the seal of my office that

HOME MOVIE DELIVERY, INC.

has been duly incorporated under the laws of the State of Georgia on the effective date stated above by the filing of articles of incorporation in the office of the Secretary of State and by the paying of fees as provided by Title 14 of the Official Code of Georgia Annotated.

WITNESS my hand and official seal in the City of Atlanta and the State of Georgia on the date set forth above.



Max Cleland

MAX CLELAND
SECRETARY OF STATE

Verley J. Spivey

VERLEY J. SPIVEY
DEPUTY SECRETARY OF STATE

SECURITIES
656-2894

CEMETERIES
656-3079

CORPORATIONS
656-2817

CORPORATIONS HOT LINE
404-656-2222
Outside Metro-Atlanta

92 007

0146 000

ARTICLES OF INCORPORATION
OF
HOME MOVIE DELIVERY, INC.

I.

The name of the Corporation is:

Home Movie Delivery, Inc.

II.

The Corporation shall have authority to issue not more than 10,000 shares of common stock of no par value.

III.

The shareholders of the Corporation shall not have any pre-emptive rights to subscribe to any issues or additional shares of stock of the Corporation.

IV.

All shares of the Corporation's common stock that are reacquired by the Corporation shall, unless otherwise provided in a resolution by the Corporation's Board of Directors, be held as treasury shares notwithstanding the provisions of Section 14-2-631 of the Official Code of Georgia Annotated, as now or hereafter amended.

V.

Any action required or permitted to be taken at a meeting of the shareholders may be taken without a meeting if documented by one or more written consents signed by persons who would be entitled to vote at such a meeting and who collectively own shares in the Corporation having voting power to cast not less than the minimum number of votes that would be necessary to authorize or take such action at a meeting at which all shareholders entitled to vote were present and voted.

VI.

The initial registered office of the Corporation will be located in Fulton County at 3490 Piedmont Road, Suite 400, Atlanta, Georgia 30305. The initial registered agent of the Corporation will be Steven J. Labovitz.

VII.

The name and address of the incorporator is:

<u>Name</u>	<u>Address</u>
Jacob Trawoly	3804 Martin Luther King, Jr. Drive #5F Atlanta, Georgia 30311

VIII.

The mailing address of the initial principal office of the Corporation is 3804 Martin Luther King, Jr. Drive, #5F, Atlanta, Georgia 30311.

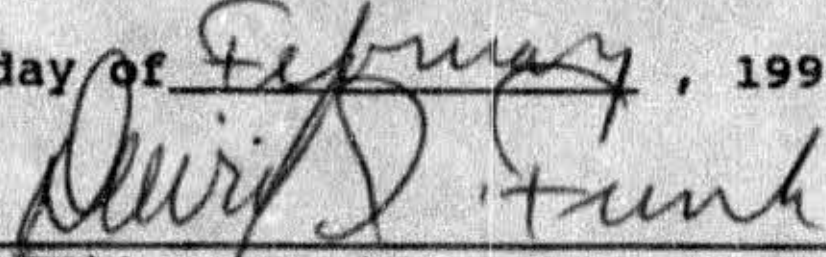
IX.

The initial Board of Directors shall consist of one (1) member who shall be and whose address is:

<u>Name</u>	<u>Address</u>
Jacob Trawoly	3804 Martin Luther King, Jr. Drive #5F Atlanta, Georgia 30311

The personal liability of the Directors of the Corporation is hereby eliminated to the fullest extent permitted by the Georgia Business Corporation Code, as the same may be amended and supplemented.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 13 day of February, 1992.



David I. Funk,
Attorney for the Incorporator

SECRETARY OF STATE
FEB 17 2 47 PM '92
BSR (1)



MAX CLELAND
Secretary of State
State of Georgia

BUSINESS SERVICES AND REGULATION
Suite 315, West Tower
2 Martin Luther King Jr. Drive
Atlanta, Georgia 30334-1530
(404) 656-2817

J. F. GULLION
Director

TRANSMITTAL INFORMATION FOR GEORGIA
PROFIT OR NONPROFIT CORPORATIONS

DO NOT WRITE IN SHADED AREA - SOS USE ONLY

DOCKET # <u>920500508</u>	PENDING CONTROL # <u>P002847</u>	CONTROL # <u>920204</u>
Docket Code <u>311</u>	Corporation Type <u>DP</u>	
Date Filed <u>2-17-92</u>	Amount Received \$ <u>60.00</u>	Check/Receipt # <u>1451</u>
Jurisdiction (County) Code <u>60</u>		
Examiner <u>10</u>		Date Completed <u>2/19/92</u>

NOTICE TO APPLICANT: PRINT PLAINLY OR TYPE REMAINDER OF THIS FORM.
INSTRUCTIONS ARE ON THE BACK OF THIS FORM.

1.	<u>920360037</u>	
	Corporate Name Reservation Number <u>Home Movie Delivery, Inc.</u>	
	Corporate Name (exactly as appears on name reservation)	
2.	<u>David I. Funk</u>	<u>(404) 233-2800</u>
	Applicant/Attorney <u>3490 Piedmont Road, N.E., Suite 400</u>	Telephone Number
	Address <u>Atlanta</u>	<u>Georgia</u>
	City	State
		<u>30305</u>
		Zip Code

3. NOTICE: THIS FORM DOES NOT REPLACE THE ARTICLES OF INCORPORATION. MAIL OR DELIVER DOCUMENTS AND THE SECRETARY OF STATE FILING FEE TO THE ABOVE ADDRESS. DOCUMENTS SHOULD BE SUBMITTED IN THE FOLLOWING ORDER. (A COVER LETTER IS NOT REQUIRED.)

1. FORM 227 - TRANSMITTAL FORM (ATTACH SECRETARY OF STATE FILING FEE OF \$60.00 TO THIS FORM)
2. ORIGINAL ARTICLES OF INCORPORATION
3. ONE COPY OF ARTICLES OF INCORPORATION

I understand that the information on this form will be entered in the Secretary of State business registration database. I certify that a Notice of Intent to Incorporate and a publishing fee of \$40.00 has been mailed or delivered to the authorized newspaper as required by law.

David I. Funk
Authorized Signature

2/13/92
Date