

P.97000034132

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- \* ADMITTED IN FLORIDA AND BRAZIL
- \* ADMITTED IN FLORIDA AND NEW YORK
- \* ADMITTED IN FLORIDA AND BEFORE THE U.S. PATENT AND TRADEMARK OFFICE

February 20, 1997

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

100002095261--9  
 -02/24/97--01032--019  
 \*\*\*\*122.50 \*\*\*\*122.50

Re: ~~G + M Developers, Inc.~~


Dear Sirs:

Enclosed please find for filing the original Articles of Incorporation and one copy for certifying for the above referenced firm. A preliminary search by your office has indicated that the name is available.

Also enclosed is a check for \$122.50 to cover the costs of the filing fee and the cost of one certified copy of the articles.

Thank you very much.

Sincerely yours,

  
 Christopher Langen

502-  
 W97-4881  
 502-  
 W97-8036

97 APR 16 PM 9:42  
 DIVISION OF CORPORATIONS  
 TALLAHASSEE, FLORIDA

of 2/16/97



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

FILED  
DEPARTMENT OF STATE  
CORPORATIONS  
97 APR 16 11 09:12

April 7, 1997

LANGEN & LANGEN, P.A.  
ATTN: CHRISTOPHER LANGEN  
112 SOUTH HIBISCUS ISLAND  
MIAMI, FL 33139-5130

SUBJECT: S + G DEVELOPERS, INC.  
Ref. Number: W97000008036

We have received your document for S + G DEVELOPERS, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

If you have any questions concerning the filing of your document, please call (904) 487-6973.

Claretha Golden  
Document Specialist

Letter Number: 297A00017358



FILED  
SECRETARY OF STATE  
CORPORATIONS

97 APR 16 AM 9:42

FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

March 3, 1997

LANGEN & LANGEN, P.A.  
ATTN: CHRISTOPHER LANGEN  
112 SOUTH HIBISCUS ISLAND  
MIAMI, FL 33139-5130

SUBJECT: G + M DEVELOPERS, INC.  
Ref. Number: W97O00004881

We have received your document for G + M DEVELOPERS, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

If you have any questions concerning the filing of your document, please call (904) 487-6973.

Claretha Golden  
Document Specialist

Letter Number: 897A00010783

ARTICLES OF INCORPORATION OF  
AMERICAN/GERMAN FILM PRODUCTION, INC.

97 APR 16 AM 9:42

ARTICLE I  
NAME

The name of this corporation is AMERICAN/GERMAN FILM PRODUCTION, INC.

ARTICLE II  
PURPOSE

This corporation is organized to do any and all lawful business.

ARTICLE III  
CAPITAL STOCK

This corporation is authorized to issue One Thousand Shares (1,000) of stock, at \$1.00 par value.

ARTICLE IV  
INITIAL REGISTERED AGENT

The name of the initial registered agent of this corporation, together with the agent's address, is Christopher Langen, Esq., 112 South Hibiscus Drive, Miami, FL 33139-5130

ARTICLE V  
INITIAL MAILING ADDRESS

The initial mailing address of this corporation is c/o Christopher Langen, Esq., 112 South Hibiscus Drive, Miami, Florida, 33139-5130.

ARTICLE VI  
BOARD OF DIRECTORS

This corporation shall have at least one director. The number of directors of this corporation may be established from time to time in the manner provided by the Bylaws. The initial director of the corporation and his address is:

Christopher Langen, Esq.  
112 South Hibiscus Drive  
Miami, Florida 33139-5130

ARTICLE VII  
INCORPORATOR

The name and address of the person signing these Articles is:

Christopher Langen, Esq.  
112 South Hibiscus Drive, Miami, FL 33139-5130

ARTICLE VIII  
INDEMNIFICATION

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

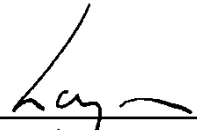
ARTICLE IX  
BYLAWS

The Board of Directors and the shareholders shall each have the power to adopt, alter, amend or repeal Bylaws.

ARTICLE X  
CORPORATE EXISTENCE

The existence of this corporation shall be perpetual and shall commence on the date of the filing of these Articles with the Secretary of State.

In witness whereof, the undersigned incorporator executed these Articles of Incorporation this 20th day of February, 1997.

  
\_\_\_\_\_  
Incorporator  
Christopher Langen

STATE OF FLORIDA )

COUNTY OF DADE )

The foregoing instrument was acknowledged before me this 20th day of February, 1997, by Christopher Langen, Esq., who is:

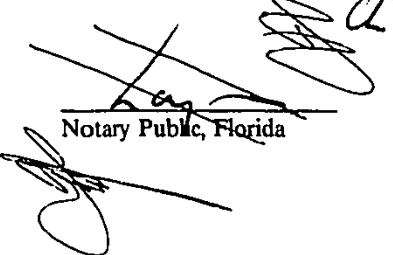
\_\_\_\_\_ personally known to me; or

has produced FL DL # L925116637280 as identification and who did (~~did not~~) take an oath.

My commission expires:  
12-15-99,



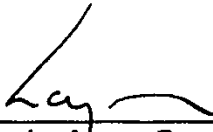
DAVID W. JENKINS  
COMMISSION # CC 511525  
EXPIRES DEC 15, 1999  
BONDED THRU  
ATLANTIC BONDING CO., INC.

  
Notary Public, Florida

ACCEPTANCE BY REGISTERED AGENT

The undersigned hereby accepts the appointment to serve as the registered agent of American/German Film Production, Inc.

This acceptance is dated the 20 of February, 1997.

  
\_\_\_\_\_  
Christopher Langen, Esq.

RECEIVED  
STATE  
97 APR 16 11 04 AM