

**Electronic Articles of Incorporation
For**

P08000107996
FILED
December 12, 2008
Sec. Of State
mdickey

COLD WEATHER FILMS INCORPORATED

The undersigned incorporator, for the purpose of forming a Florida profit corporation, hereby adopts the following Articles of Incorporation:

Article I

The name of the corporation is:

COLD WEATHER FILMS INCORPORATED

Article II

The principal place of business address:

2917 HIGHWAY 77
UNIT 2
PANAMA CITY, FL. US 32405

The mailing address of the corporation is:

5482 WILSHIRE BLVD.
1501
LOS ANGELES, CA. US 90036

Article III

The purpose for which this corporation is organized is:

TO PRODUCE FILMS, TELEVISION SHOWS, COMMERCIALS AND VIDEOS.

Article IV

The number of shares the corporation is authorized to issue is:

100

Article V

The name and Florida street address of the registered agent is:

HULON E CRAYTON II
2917 HIGHWAY 77
UNIT 2
PANAMA CITY, FL. 32405

I certify that I am familiar with and accept the responsibilities of registered agent.

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Registered Agent Signature: HULON E. CRAYTON II

Article VI

The name and address of the incorporator is:

HULON E. CRAYTON II
2917 HIGHWAY 77
UNIT 2
PANAMA CITY, FL 32405

Incorporator Signature: HULON E. CRAYTON II

Article VII

The initial officer(s) and/or director(s) of the corporation is/are:

Title: P
HULON E CRAYTON II
2917 HIGHWAY 77, UNIT 2
PANAMA CITY, FL. 32405 US

Title: D
HULON E CRAYTON
2917 HIGHWAY 77
PANAMA CITY, FL. 32405 US

Title: D
DINAH M CRAYTON
2917 HIGHWAY 77, UNIT 2
PANAMA CITY, FL. 32405 US

Title: D
LAURA M MESIROW
5482 WILSHIRE BLVD., 1501
LOS ANGELES, CA. 90036 US

Title: D
THOMAS E HENSON
179 1/2 S. SYCAMORE AVE.
LOS ANGELES, CA. 90036 US

Title: D
MARK B NEWBAUER
10008 ST. CLAIRS RETREAT
FT. WAYNE, IN. 46825 US

Article VIII

The effective date for this corporation shall be:

12/10/2008