

N 96000003607

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June 27, 1996

Secretary of State
Division of Corporations
P. O. Box 6327
Tallahassee, Florida 32301

100001825531
-07/05/96--01083--01
***122.50 ***121.50

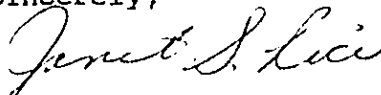
Re: Articles of Incorporation of
CRITTER TALES PRODUCTIONS, INC.

Dear Sir or Madam:

Enclosed please find the original and one copy of the
Articles of Incorporation for the above-referenced corporation,
together with our check in the amount of \$122.50 representing
Filing Fees.

Please return the certified copy in the enclosed
envelope.

Sincerely,



Janet S. Rice
Secretary to Mark C. Olsen

/jr

Enclosures

96 JUL -7 PM 1:05
FILED

76 7-9-96

ARTICLES OF INCORPORATION
OF
CRITTER TALES PRODUCTIONS, INC.

FILED
96 JUL -5 AM 1:05
TREASURY DEPT.

The undersigned, acting as Incorporator under the Florida Not for Profit Corporation Act, hereby causes to be delivered the following Articles Corporation for such Corporation:

ARTICLE I

NAME

The name of the Corporation is CRITTER TALES PRODUCTIONS, INC. The principal office street and mailing address is 2507 Whale Harbor Lane, Fort Lauderdale, Florida 33312.

ARTICLE II

EFFECTIVE DATE

This Corporation is organized effective as of the date of filing with the Department of State.

ARTICLE III

PURPOSE

The Corporation is organized to operate exclusively for religious, charitable, scientific and/or educational purposes, within the meaning of Section 501(c)(3) of the Internal Revenue

Code of 1986, as amended ("Code").

ARTICLE IV

POWERS

4.1 The Corporation shall possess and exercise all the powers and privileges granted by Chapters 607 and 617 of the Florida Statutes, or by any other law of Florida together with all powers necessary or convenient to the conduct, promotion or attainment of the activities or purposes of the Corporation, limited only by the restrictions set forth in these Articles of Incorporation.

4.2 Limitations. The Corporation is organized not for profit and no part of the income of said Corporation shall ever be distributed to or inure to the benefit of any member of the Board of Directors, officer or any private individual, provided, however, that reasonable compensation may be paid for services rendered to or for the Corporation effecting one or more of its purposes.

4.2-1 No substantial part of the activities of the Corporation shall be the dissemination of propaganda, lobbying, or other attempts to influence legislation, and the Corporation shall not participate in, or intervene in (including the publication or distribution of statements) any political campaign in behalf of any candidate for public office.

4.2-2 Notwithstanding any other provisions of these Articles of Incorporation, the Corporation shall not conduct or carry on activities not permitted to be conducted or carried on (i) by an organization exempt under Section 501(c)(3) of the Code and its Treasury Regulations as they now exist or as they may be hereafter amended, (ii) by an organization contributions to which are deductible under Section 170 of the Code and Treasury Regulations as they now exist or as they may be hereafter amended, or (iii) by a not for profit corporation under the laws of the state of Florida as they now exist or as they may be hereafter amended.

ARTICLE V

NONSTOCK/NONMEMBERSHIP CORPORATION

The Corporation shall be organized as a nonstock corporation and shall have no members.

ARTICLE VI

TERM OF EXISTENCE

The term for which the Corporation is to exist shall be perpetual.

ARTICLE VII

BOARD OF DIRECTORS

The affairs of the Corporation shall be managed by a

Board of Directors. The number of Board of Directors of the Corporation shall be fixed pursuant to the Bylaws, but shall not be less than three (3) persons.

ARTICLE VIII

INITIAL BOARD OF DIRECTORS

The Corporation shall initially have three (3) members of the Board of Directors to hold office until their successors shall have been duly elected and qualified as provided by the ByLaws of the Corporation. The following persons shall constitute the initial Board of Directors of the Corporation:

Roberta Shaw
2507 Whale Harbor Lane
Fort Laduerdale, FL 33312

Christine Beatty
198 Edgar Poole Road
Crawfordville, FL 32327

Kathy Wasconis
1636 McKinley Street
Hollywood, FL 33020

ARTICLE IX

REGISTERED OFFICE AND REGISTERED AGENT

The street address of the Corporation's initial registered office and the name of its initial registered agent at such address are:

Roberta Shaw
2507 Whale Harbor Lane
Fort Lauderdale, FL 33312

ARTICLE X
INCORPORATOR

The name and address of the undersigned Incorporator
is:

Roberta Shaw
2507 Whale Harbor Lane
Fort Lauderdale, FL 33312

ARTICLE XI
BYLAWS

The power to make, alter, amend, repeal or adopt the Bylaws of the Corporation shall be vested solely in the Board of Directors of the Corporation. The Bylaws may contain any provisions for the regulation and management of the affairs of the Corporation not inconsistent with law or the Articles of Incorporation.

ARTICLE XII
DISSOLUTION

Upon the termination, dissolution or winding up of the Corporation, the Board of Directors shall, after paying or making provisions for the payment of all liabilities of the Corporation, distribute all assets of the Corporation to such organization or organizations organized and operated exclusively for religious, charitable, scientific or educational purposes as shall at the time qualify as an exempt organization or organizations under

Section 501(c)(3) of the Code, or any corresponding provision of any future United States Revenue Law. Any such asset not so disposed of shall be disposed of by the appropriate Court in which the principal office of the Corporation is then located, exclusively for such purposes or to such organization or organizations as said Court shall determine which are organized and operated exclusively for such purposes.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 26th day of June, 1996.

Roberta Shaw
ROBERTA SHAW, Incorporator

STATE OF FLORIDA
COUNTY OF BROWARD

The foregoing instrument was acknowledged before me this 26th day of June, 1996, by Roberta Shaw, Incorporator, who is personally known to me or who has produced Florida Drivers License as identification and who did take an oath.

Janet S. Rice
Notary Public, State of Florida
Janet S. Rice
Printed Name of Notary

My Commission Expires:



Janet S. Rice
MY COMMISSION # CC502766 EXPIRES
November 21, 1999
BONDED THRU TROY FAIR INSURANCE, INC.

ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

The undersigned hereby accepts the appointment as the initial Registered Agent of CRITTER TALES PRODUCTIONS, INC. as made in the foregoing Articles of Incorporation. The undersigned is familiar with, and accepts, the obligations of this position.

Dated: 6-5-76

CRITTER TALES PRODUCTIONS, INC.

By: Roberta Shaw
ROBERTA SHAW

FILED
96 JUL -5 PM 1:06
TALLAHASSEE, FLORIDA