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TRANSMITTAL LETTER

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 DEC 19 PM 1:05

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

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-12/19/97--01071--014
****131.25 ****131.25

EFFECTIVE DATE
1-5-98

SUBJECT: EDUCATION. ANIMATION. INC.
(Proposed corporate name - must include suffix)

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

☐ \$70.00
Filing Fee

☐ \$78.75
Filing Fee
& Certificate

☐ \$122.50
Filing Fee
& Certified Copy

☒ \$131.25
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM: Joseph H. Murskin
Name (Printed or typed)

300 Three Islands Blvd,
Address

Hallandale FL 33009
City, State & Zip

954-463-2400
Daytime Telephone number

NOTE: Please provide the original and one copy of the articles.

D. BROWN DEC 22 1997

**ARTICLES OF INCORPORATION
OF**

Education Animation Inc.

EFFECTIVE DATE
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The undersigned incorporator , for the purpose of forming a corporation under the Florida Not for Profit Corporation Act, hereby adopts the following Articles of Incorporation:

ARTICLE I: NAME: The name of the corporation is: **Education Animation Inc.**

ARTICLE II: PRINCIPAL OFFICE: The principal place of business and mailing address of the corporation is c/o Joseph H. Muraskin, 300 Three Islands Boulevard, Hallandale, Florida, 33009

ARTICLE III: NOT FOR PROFIT; The Corporation is not formed for profit. No part of the income or assets of the Corporation is distributable to or for the benefits of directors or officers, or to any person or entity, except to the extent permissible under the law, but the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of its purposes.

ARTICLE IV: PURPOSES: The Corporation, shall be operated exclusively for educational, scientific and charitable purposes, including, but not limited to producing, creating, sponsoring, showing, and distributing, animated videos, movies, shows, presentations, pictures, writings, plays, publications, and related activities, in furtherance of its purposes.

ARTICLE V: POWERS; The Corporation in furtherance of its purposes shall have the following powers:

A. To exercise all rights and powers conferred by the laws of the State of Florida upon Not for Profit Corporations, including but without limiting the generality of the foregoing, to acquire by bequest, devise, gift, purchase, lease, or otherwise, any property of any sort or nature, without limitation as to its amount or value, and to hold, invest, reinvest, manage, use, apply, employ, sell, expend, disburse, lease, mortgage, donate, or otherwise dispose of such property and the income, principal, and proceeds of such property, for any of the purposes set forth herein.

B. To engage in and transact any other lawful activity in furtherance of its purpose

ARTICLE VI: TAX EXEMPT STATUS: It is intended that the Corporation shall have and continue to have the status of a Corporation that is exempt from federal income taxation, qualifying as an organization described in Section 501(c)(3) of the Internal Revenue Code.. These Articles and all powers and activities of the Corporation shall be

limited accordingly. The Corporation shall not carry on Propaganda or otherwise attempt to influence legislation, or participate, or, intervene in any political campaign on behalf of or in opposition to any candidate for public office. All references in these Articles to Sections of the Internal Revenue Code shall be considered references to the Internal Revenue Code of 1986, as amended from time to time,, or the corresponding provisions of any future Tax Code or similar law.

ARTICLE VII: DURATION: The Corporation shall have perpetual duration.

ARTICLE VIII Board of Directors: There shall be a Board of Directors consisting of at least three (3) individuals, initially appointed by the incorporator. Thereafter each of the directors shall be elected by a majority vote of the Board of Directors, in the manner and at the times set forth in the Bylaws.

ARTICLE IX: OFFICERS: The officers of the Corporation may consist of a President, one or more Vice Presidents, a Secretary, a Treasurer, and such other officers and Assistant Officers as may be provided for in the Bylaws or by resolution of the Board of Directors. Each Officer shall be elected by a majority of the Board of Directors at such time and in such manner as may be proscribed by the Bylaws.

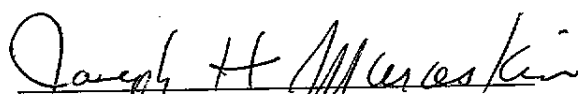
ARTICLE X: MEMBERS: The qualification for members and the manner of their admission shall be regulated by the bylaws of the Corporation.

ARTICLE XI: DEDICATION OF ASSETS AND DISSOLUTION: The assets of the Corporation are irrevocably and permanently dedicated to educational, scientific and charitable purposes. Upon the dissolution of the Corporation, its assets shall be distributed for one or more of the purposes of the Corporation in such manner, and to such organization or organizations that qualify as an exempt organization within the meaning of Section 501(c)(3) of the Internal Revenue Code, or the corresponding Section any future federal tax code

ARTICLE XII: REGISTERED AGENT:: The name of the initial. registered agent is: Joseph H. Muraskin His address is 300 Three Islands Boulevard, Hallandale, Florida, 33009.

ARTICLE XIII: INCORPORATOR: The name and address of the Incorporator to these Articles of Incorporation are: Joseph H. Muraskin, 300 Three Islands Boulevard, Hallandale, Florida, 33009.

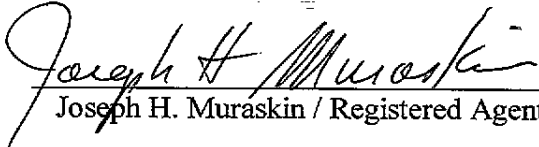
ARTICLE XIV: EFFECTIVE DATE: The effective date when Corporate existence shall commence is January 5, 1998.


Joseph H. Muraskin / Incorporator

12/17/97
Date

REGISTERED AGENTS ACCEPTANCE

Having been named as registered agent and to accept service of process for the above Corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent,


Joseph H. Muraskin / Registered Agent

12/17/97
Date

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