

**CAPITAL CONNECTION, INC.**

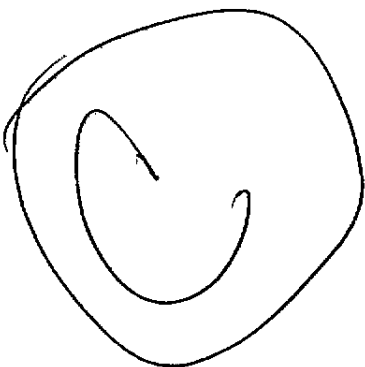
417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302  
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

P0000000029115

Penguin Productions, Inc.

700003112677--7  
-01/27/00--01045--005  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

EFFECTIVE DATE  
1-20-2000



Signature

Requested by:

Name

Date

Time

Walk-In

Will Pick Up

☒ Art of Inc. File  
☐ LTD Partnership File  
☐ Foreign Corp. File  
☐ L.C. File  
☐ Fictitious Name File  
☐ Trade/Service Mark  
☐ Merger File  
☐ Art. of Amend. File  
☐ RA Resignation  
☐ Dissolution / Withdrawal  
☐ Annual Report / Reinstatement  
☒ Cert. Copy  
☐ Photo Copy  
☐ Certificate of Good Standing  
☐ Certificate of Status  
☐ Certificate of Fictitious Name  
☐ Corp Record Search  
☐ Officer Search  
☐ Fictitious Search  
☐ Fictitious Owner Search  
☐ Vehicle Search  
☐ Driving Record  
☐ UCC 1 or 3 File  
☐ UCC 11 Search  
☐ UCC 11 Retrieval  
☐ Courier

FILED  
00 JAN 27 PM 12:04  
TALLAHASSEE FLORIDA  
SECRETARY OF STATE

RECEIVED  
00 JAN 27 AM 9:54  
TALLAHASSEE FLORIDA  
DIVISION OF CORPORATIONS  
SECRETARY OF STATE

00-12-1  
1-27-00

THORNE DONNELLEY, JR.  
209 BANYAN ROAD  
PALM BEACH, FLORIDA 33480  
(407) 650-7150

Florida Department of State  
Division of Corporations  
409 E. Gaines Street  
Tallahassee, FL 32399

December 22, 1999

FILED  
00 JAN 27 PM 12:04  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Re: Consent to Use of Corporate Name  
Penguin Productions, Inc.

Dear Sir or Madam:

As President of Penguin Productions, Inc., a Florida corporation (the "Corporation"), I hereby acknowledge that the Corporation has filed Articles of Dissolution with your office effective as of December 31, 1999. The Corporation does not intend to revoke this dissolution and does hereby release the use of the name Penguin Productions, Inc. for use by Mark Castlow or an entity designated by him effective upon receipt by your office of this correspondence.

Very truly yours,  
PENGUIN PRODUCTIONS, INC.

By:



Name: Thorne Donnelley, Jr.  
Title: President

**ARTICLES OF INCORPORATION  
OF  
PENGUIN PRODUCTIONS, INC.**

**FILED**  
00 JAN 27 PM 12:04  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

**ARTICLE I - NAME**

The name of the corporation shall be:

**PENGUIN PRODUCTIONS, INC.**

**EFFECTIVE DATE**

1-20-2000

**ARTICLE II - PRINCIPAL OFFICE**

The principal place of business and mailing address of this corporation shall be:

2625 Carissa Drive  
Vero Beach, FL 32960

**ARTICLE III - DURATION**

The existence of this corporation shall begin five business days before the date of filing of these Articles of Incorporation, and the period of duration of the corporation is perpetual.

Date Articles of Incorporation Filed: 1/27/00

Date of first existence of corporation: 1/20/00

**ARTICLE IV - PURPOSE**

The purposes for which the corporation is organized is to establish and carry on a business of instructing the public, and to engage in any activity or business permitted under the laws of the United States or the State of Florida; and to do everything necessary, proper, advisable or convenient for the accomplish-

ment of the foregoing purposes and for the purpose of transacting any or all lawful business. The corporation shall have all the enumerated powers set forth in the Florida General Corporation Act and such other powers that are not forbidden by the Florida corporation laws or by other law or by these Articles of Incorporation.

#### **ARTICLE V - CAPITAL STOCK**

This corporation is authorized to issue one thousand (1,000 ) shares of common stock, all of one class, having a par value of One Dollar (\$1.00) per share.

#### **ARTICLE VI - INITIAL REGISTERED AGENT AND ADDRESS**

The name and address of the initial registered agent is:

|              |  |
|--------------|--|
| MARY CASTLOW | 2625 Carissa Drive<br>Vero Beach, FL 32960 |
|--------------|--|

#### **ARTICLE VII - INITIAL BOARD OF DIRECTORS**

This Corporation shall have two (2) directors initially. The number of directors may be either increased or diminished from time to time by the by-laws, but shall never be less than one. The name and address of the initial directors of this Corporation are:

|              |  |
|--------------|--|
| MARY CASTLOW | 2625 Carissa Drive<br>Vero Beach, FL 32960 |
|--------------|--|

|              |  |
|--------------|--|
| MARK CASTLOW | 2625 Carissa Drive<br>Vero Beach, FL 32960 |
|--------------|--|

#### **ARTICLE VIII - INCORPORATOR**

The names and addresses of the incorporators of these Articles of Incorporation are:

|              |  |
|--------------|--|
| MARY CASTLOW | 2625 Carissa Drive<br>Vero Beach, FL 32960 |
|--------------|--|

|              |  |
|--------------|--|
| MARK CASTLOW | 2625 Carissa Drive<br>Vero Beach, FL 32960 |
|--------------|--|

**ARTICLE IX - AMENDMENT**

**This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.**

**IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this \_\_\_\_ day of January, 2000.**



**MARY CASTLOW**  
**Incorporator**



**MARK CASTLOW**  
**Incorporator**

**CERTIFICATE DESIGNATING AGENT UPON WHOM  
PROCESS MAY BE SERVED AND THE PLACE OF BUSINESS  
OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN  
THE STATE OF FLORIDA**

Pursuant to Chapters 607.0501, Florida Statutes, the following is submitted:

PENGUIN PRODUCTIONS, INC., desiring to organize under the laws of the State of Florida with its initial registered office as indicated in the Articles of Incorporation, at 2625 Carissa Drive, Vero Beach, Indian River County, State of Florida, has named MARY CASTLOW as its registered agent to accept service of process within this state.

**ACKNOWLEDGMENT AND ACCEPTANCE**

Having been named as the registered agent for the above corporation for the purpose of accepting service of process at the registered office designated in this certificate, I hereby accept such appointment and acknowledge that I am familiar with and accept the obligations and responsibilities of such office as provided for in Florida Statutes 607.0505.



\_\_\_\_\_  
MARY CASTLOW

**FILED**  
00 JAN 27 PM 12:05  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA