

P00000013321

TRANSMITTAL LETTER

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

FILED
00 FEB -2 AM 7:52
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SUBJECT: SLACKERCATS DIGITAL STUDIOS INC.

(Proposed corporate name - must include suffix)

000003120500--8

-02/02/00--01039--020

*****87.50 *****87.50

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 of Status

☐ \$78.75
Filing Fee
& Certified Copy

☒ \$87.50
Filing Fee,
Certified Copy
& Certificate of
Status

ADDITIONAL COPY REQUIRED

FROM: SLACKERCATS DIGITAL STUDIOS INC.
Name (Printed or typed)

2860 SW 22 AVENUE #412
Address

DELRAY BEACH, FL 33445
City, State & Zip

561-266-0659
Daytime Telephone number

F. CHAMBER FEB 8 1999

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

**ARTICLES OF INCORPORATION
of
SLACKERCATS DIGITAL STUDIOS INC.**

FILED
00 FEB -2 AM 11:52
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned person(s), acting as incorporator(s) of a corporation organized under the laws of Florida, hereby adopt(s) the following Articles of Incorporation:

**ARTICLE I
CORPORATE NAME**

The name of this corporation is SLACKERCATS DIGITAL STUDIOS INC..

**ARTICLE II
INITIAL PRINCIPAL OFFICE**

The mailing address of the corporation's initial principal office is:

2860 SW 22 AVENUE #412
DELRAY BEACH, FL 33445

**ARTICLE III
SHARES**

The total number of shares which the corporation shall have authority to issue is 1,000 shares with a par value of \$1.00 per share.

**ARTICLE IV
REGISTERED OFFICE AND AGENT**

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

FREDERICK E. SCHAPER
2860 SW 22 AVENUE #412

Initials: 

PALM BEACH County
DELRAY BEACH, FL 33445

ARTICLE V PURPOSE

The purpose of the corporation is to engage in any lawful activity permitted by the laws of this state.

ARTICLE VI DIRECTORS

The names and residence addresses of the persons constituting the initial board of directors are:

FREDERICK E. SCHAPER
2860 SW 22 AVENUE #412
DELRAY BEACH, FL 33445

JAMES J. INZIELLO
192 LEWFIELD CIRCLE
WINTER PARK, FL 32792

After the initial board of directors, the board shall consist of such number of directors as shall be determined by the shareholders from time to time at each annual meeting at which directors are to be elected.

ARTICLE VII LIABILITY OF DIRECTORS

To the fullest extent permitted by law, no director of this corporation shall be personally liable to the corporation or its shareholders for monetary damages for breach of any duty owed to the corporation or its shareholders, except that a director may be held personally liable for (i) breaches of the duty of loyalty, (ii) acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law, (iii) declaration of unlawful dividends or unlawful stock repurchases or redemptions, or (iv) a transaction from which the director derives an improper personal benefit.

Any director or officer who is involved in litigation or other proceeding by reason of his or her position as a director or officer of this corporation shall be indemnified and held harmless by the corporation to the fullest extent permitted by law.

ARTICLE VIII OTHER PROVISIONS


Preemptive Rights. The corporation elects to have preemptive rights so that each shareholder has the right to acquire a proportional amount of any shares that are issued.

Corporate Seal. The corporation shall have a corporate seal, which shall be affixed to all deeds, mortgages, and other instruments affecting or relating to real estate.

Execution of Written Instruments. All instruments that are executed on behalf of the corporation which are acknowledged and which affect an interest in real estate shall be executed by the President or any Vice-President and the Secretary or Treasurer. All other instruments executed by the corporation, including a release of mortgage or lien, may be executed by the President or Vice-President. Notwithstanding the preceding provisions of this section, any written instrument may be executed by any officer(s) or agent(s) that are specifically designated by resolution of the board of directors.

Certification

I certify that I have read the above Articles of Incorporation and that they are true and correct to the best of my knowledge.

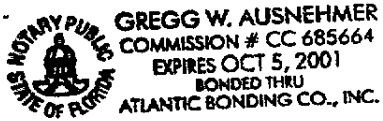

FREDERICK E. SCHAPER, Incorporator
2860 SW 22 AVENUE #412
DELRAY BEACH, FL 33445


JAMES J. INZIELLO, Incorporator

192 LEWFIELD CIRCLE
WINTER PARK, FL 32792

State of FLORIDA, County of PALM BEACH, ss:

Subscribed and sworn to (or affirmed) before me this 13TH day of January, 2000.



Gregg W Ausnehmer
Notary Public

ARTICLE IX NATURE OF BUSINESS

The purpose of this corporation is to engage in every aspect of the business of web content and animation development. This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE X TERM OF EXISTENCE

This corporation shall exist perpetually.

ARTICLE XI OFFICERS AND DIRECTORS

This corporation shall have two officers and two directors, initially. The names and street addresses of the initial officers and directors who shall hold office for the first year of the corporation, or until successors are elected or appointed are:

Frederick E. Schaper
Pres./Treasurer
Director

2860 SW 22 Avenue #412
Delray Beach, FL 33445

James J Inziello
Vice Pres./Secretary
Director

192 Lewfield Circle
Winter Park, FL 32792

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

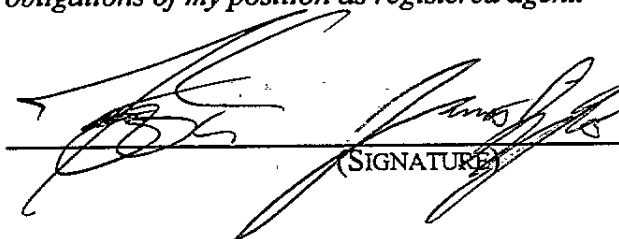
1. The name of the corporation is: SLACKERCATS DIGITAL STUDIOS INC.

2. The name and address of the registered agent and office is:

FREDERICK E. SCHAPER
(NAME)
2860 SW 22 AVENUE #412
(P.O. Box or Mail Drop Box NOT ACCEPTABLE)
DELRAY BEACH, FL 33445
(CITY/STATE/ZIP)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Having been named as registered agent and to accept service of process for the above stated 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.


(SIGNATURE)

1-13-00
(DATE)