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**IRB**  
INTERNATIONAL RESEARCH BUREAU, INC.  
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\*\*\*\*\*148.75 \*\*\*\*\*78.75

**CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):**

1. 2ANIMATE.COM, INC  
(Corporation Name) (Document #)
2. \_\_\_\_\_  
(Corporation Name) (Document #)
3. \_\_\_\_\_  
(Corporation Name) (Document #)
4. \_\_\_\_\_  
(Corporation Name) (Document #)

☒ Walk in ☒ Pick up time 4:00 ☒ Certified Copy  
☐ Mail out ☐ Will wait ☐ Photocopy ☐ Certificate of Status

FILED RECEIVED  
00 JUL 19 PM 4:09  
SECRETARY OF STATE  
DIVISION OF CORPORATION  
TALLAHASSEE, FLORIDA

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

T. SMITH JUL 19 2000

Examiner's Initials

ARTICLES OF INCORPORATION  
OF  
2Animate.Com, Incorporated

FILED  
00 JUL 19 PM 4:07  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLE I. NAME

The name of this corporation is 2Animate.Com, Incorporated.

ARTICLE II. DURATION

This corporation shall have a perpetual existence, commencing on the date of the incorporation.

ARTICLE III. PURPOSES

The general purposes for which this corporation is organized is to transact any and all lawful business for which corporations may be incorporated under the laws of the State of Florida, and to do such other things as are incidental to the foregoing or necessary or desirable in order to accomplish the foregoing.

ARTICLE IV. CAPITAL STOCK

This corporation is authorized to issue ONE MILLION (1,000,000) shares of \$0.001 par value Common Stock. The Common Shares shall be of a single class of voting and fully participating shares.

ARTICLE V. INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial principal office of the corporation is 101 E Kennedy Blvd Ste 300, Tampa, FL 33602-5133, and the name of the initial registered agent is William Loper Lowry.

ARTICLE VI. REGISTERED AGENT

Pursuant to Chapter 48.091 of the Florida Statutes, and in compliance with said act, William Loper Lowry is hereby designated as the Registered Agent of 2Animate.Com, Incorporated. The Corporation's agent to accept service of process within the State of Florida is at the address of 101 E Kennedy Blvd Ste 300, Tampa, FL 33602-5133. His signature hereunder does hereby state that he is familiar with and accepts the duties and responsibilities as Registered Agent for said corporation.

By: William Loper Lowry  
William Loper Lowry  
Registered Agent

## ARTICLE VII. INITIAL DIRECTORS

The corporation shall have Three (3) initial directors. The number of directors may be either increased or decreased from time to time in accordance with the By-Laws of this corporation. There shall never be less than THREE (3) Directors. The name of the initial directors of this corporation shall be:

<u>NAME</u>	<u>ADDRESS</u>
Steve Arend President	1637 N. Normandy Avenue Chicago, IL 60707
Thomas Hall Executive Vice President	859 37th Ave NE St Petersburg FL 33704
William Loper Lowry Secretary/Treasurer	101 E Kennedy Blvd Ste 300 Tampa FL 33602-5133

ARTICLE VIII. ORIGINAL OFFICERS OF THE CORPORATION

<u>NAME</u>	<u>TITLE</u>	<u>ADDRESS</u>
Steve Arend	Chairman	1637 N. Normandy Avenue Chicago, IL 60707
Thomas Hall	Director	859 37 <sup>th</sup> Ave NE St Petersburg FL 33704
William Loper Lowry	Secretary /Treasurer	101 E Kennedy Blvd Ste 300 Tampa FL 33602-5133

ARTICLE IX. ORIGINAL DISTRIBUTION OF STOCK

<u>NAME</u>	<u>SHARES</u>
Steve Arend	400,000
Thomas Hall	300,000
William Loper Lowry	100,000

ARTICLE X. INCORPORATORS

The name and address of the person signing the Articles of Incorporation is William Loper Lowry, 101 E Kennedy Blvd Ste 300, Tampa, FL 33602-5133.

ARTICLE XI. AMENDMENT

This corporation reserves the right to amend or appeal any provision contained in these Articles of Incorporation or any amendment thereto, and any right conferred upon shareholders to subject this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 10th day of July, 2000.

By: William L. Lowry  
William L. Lowry  
Secretary

00 JUL 19 PM 4:07  
SECRETARY  
TALLAHASSEE, FLORIDA