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**SIDNEY EFRONSON**  
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October 5, 2000

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\*\*\*\*125.00 \*\*\*\*78.75

Secretary of State  
Corporation Division  
Florida Department of State  
P.O. Box 6327  
Tallahassee, Florida 32314

RE: Filing Articles of Incorporation of  
FOUR KIDS PRODUCTIONS, INC.

Dear Sir/Madam:

Enclosed please find two executed copies of the Articles of Incorporation on the above named corporation. Also, enclosed please find a check in the amount of \$125.00 representing your payment for the filing of same.

Very truly yours

  
SARINO R. COSTANZO

SE:mvc

Enclosure

FILED  
00 NOV -2 AM 10:56  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

C3113

**ARTICLES OF INCORPORATION  
OF  
FOUR KIDS PRODUCTIONS, INC.**

The undersigned hereby executes these Articles for the purpose of becoming a corporation under the laws of the State of Florida, by and under the provisions of the Statutes of the State of Florida, providing for the formation, liability, rights, privileges, and immunities of corporation for profit.

**ARTICLE ONE**

This corporation is organized and incorporated under Section 607, F.S.A.

**ARTICLE TWO**

The name of this corporation is:

**FOUR KIDS PRODUCTIONS, INC.**

The mailing address of this corporation is:

2250 S.W. 3<sup>rd</sup> Avenue  
Suite 100  
Miami, FL 33129

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLE THREE**

This corporation shall commence its existence on filing, and its existence shall be perpetual.

**ARTICLE FOUR**

This corporation is organized for the following purposes:

To transmit, reproduce exploit, exhibit, present, perform, and broadcast children theatrical plays, dramas, operas, musical compositions, or scores, ballets, musical comedies, books, and all children's dramatic, musical, and motion picture productions and publications of every kind, both copyrighted and uncopyrighted, for public or private performance in any state or possession of the United States of America or any foreign state, country, or territory throughout the world, by radio, mechanical recording, television, and all scientific processes of a like or similar nature now in being or which shall hereafter be made in conjunction therewith, either with or without sound effects or talking contrivances therewith synchronized, or otherwise adapted or related thereto, and to lease, license, and grant rights, licenses, and privileges therein to other persons, firms or corporations, throughout the world; to manufacture, produce, adapt, prepare, buy, sell, distribute, license, and

otherwise deal in any materials, articles, devices, processes, or things required in connection therewith or incidental thereto, and to employ actors, artists, dancers, singers, performers, artisans, mechanics, and other persons in connection therewith.

B) To conduct any lawful business permitted to be carried on in the State of Florida, as a Florida corporation for profit.

#### **ARTICLE FIVE**

The maximum number of shares of common stock with no par value that this corporation is authorized to have outstanding at any one time is fifty (50) shares.

The amounts and descriptions of other than no par value common voting stock which this corporation is authorized to have outstanding are none.

The capital stock may be paid for in property, labor or services at a just valuation to be fixed by the incorporator or by the directors at a meeting called for by the organization meeting.

All of the aforementioned stock is to be issued as fully paid for and exempt, from assessment.

Property, labor or services may also be purchased or paid for with the capital stock at a just valuation of said property, labor or services, to be fixed by the directors of the company. Stock in other corporation or going businesses may be purchased by the corporation in return for the issuance of its capital stock, and said purchase shall be on such basis and for such consideration and the issuance of such amount of the capital stock as the directors may decide.

#### **ARTICLE SIX**

The address of the initial registered office of this corporation is:

2250 S.W. 3<sup>rd</sup> Avenue,  
Suite 100  
Miami, FL 33129

and the name of the initial registered agent of this corporation at that address is:

Sarino R. Costanzo, Esq.

The board of directors may in its discretion change the location of the registered office of the corporation and the designation of the registered agent, and notify the Secretary of State, without the need of any amendment of this Certificate.

#### **ARTICLE SEVEN**

The number of directors of this corporation shall not be less than two (2). The number

of directors may be increased from time to time by the by-laws. The name and address of their initial officers and directors of this corporation are:

MARIA STAUB  
President and Director  
2250 S.W. 3<sup>rd</sup> Avenue  
Suite 100  
Miami, FL 33129

SABRINA STAUB  
Vice-President  
2250 S.W. 3<sup>rd</sup> Avenue  
Suite 100  
Miami, Florida 33129

ROBERT LACEY  
2<sup>nd</sup> Vice President  
2250 S.W. 3<sup>rd</sup> Avenue  
Suite 100  
Miami, FL 33129

INGRID COSTANZO  
Director  
2250 S.W. 3<sup>rd</sup> Avenue  
Suite 100  
Miami, FL 33129

LUCY SMITH  
Secretary-Treasurer  
2250 S.W. 3<sup>rd</sup> Avenue  
Suite 100  
Miami, Florida 33129

#### **ARTICLE EIGHT**

The name and address of the person signing these Articles, as incorporator is:

Sarino R. Costanzo  
2250 S.W. 3<sup>rd</sup> Avenue, Suite 100  
Miami, Florida 33129

## ARTICLE NINE

The power to adopt, alter, amend or repeal by-laws shall be vested in the Board of Directors and the shareholders.

## ARTICLE TEN

This corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

## ARTICLE ELEVEN

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 subscribers executed these Articles of Incorporation this 6<sup>th</sup> day of October, 2000.

  
SARINO R. COSTANZO


STATE OF FLORIDA                     )  
  ) ss.:  
COUNTY OF DADE                     )

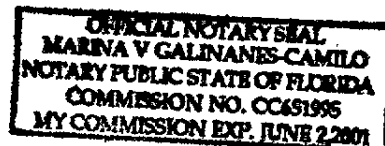
**BEFORE ME**, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared SARINO R. COSTANZO to me well known and known to me to be the individual who executed the foregoing Articles of Incorporation, and who produced identification, Driver's License, and acknowledged before me that he executed the same for the purpose herein expressed.

**IN WITNESS WHEREOF**, I have hereunto set my official seal, in the State and County aforesaid, this 6<sup>th</sup> day of October, 2000.

  
NOTARY PUBLIC

Having been named Resident Agent of the above Corporation, I hereby accept this position.

  
SARINO R. COSTANZO  
RESIDENT AGENT



FILED  
00 NOV -2 AM 10:57  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA