

PO1000008143

KRISTOPHER E. FERNANDEZ

Attorney at Law

Post Office Box 10563  
Tampa, Florida 33679-0563

Telephone (813) 832-6340  
Facsimile (813) 835-0403

January 17, 2001

Department of State  
Corporate Records Division  
P.O. Box 6327  
Tallahassee, Florida 32314

FILED  
01 JAN 22 AM 9:56  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Re: StairWay Films, Inc.

400003562354--1  
-01/22/01--01081--011  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

Dear Sir/Madam:

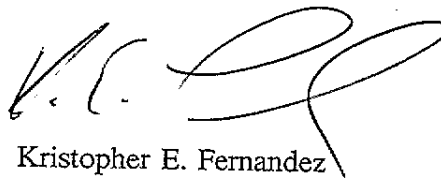
Enclosed are the following:

1. Articles of Incorporation for the above-referenced entity.
2. Acceptance by Registered Agent and Registered Office.
3. Office account check in the amount of \$70.00 to cover the fees for filing the Articles of Incorporation, designation and acceptance by registered agent, and certified copy of document.

EFFECTIVE DATE  
01/17/01

Enclosed you will also find a photocopy of the Articles. Please return this to me with the filing date stamped on it.

Very truly yours,

  
Kristopher E. Fernandez

Enclosures

**ARTICLES OF INCORPORATION**

**OF**

**STAIRWAY FILMS, INC.**

FILED  
01 JAN 22 AM 9: 56  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporator, hereby adopts these Articles of Incorporation and forms a for - profit corporation (the "Corporation") under the laws of the State of Florida, as follows:

**1. NAME**

EFFECTIVE DATE

01/17/01

The name of the Corporation is:

StairWay Films, Inc.

**2. TERM OF EXISTENCE**

The date when the corporate existence shall commence shall be January 17, 2001, and the Corporation shall have perpetual existence thereafter.

**3. PURPOSE**

The purpose for which the Corporation is organized is to transact any and all business for which a corporation may be incorporated under Florida laws.

**4. CAPITAL STOCK**

The Corporation shall have the authority to issue 100 shares of common stock, in one class only, each with a par value of \$1.00.

**5. REGISTER AGENT AND OFFICE**  
**PRINCIPAL OFFICE AND ADDRESS**

The registered agent of the Corporation shall be Kristopher E. Fernandez, Esquire.

The registered office address shall be 307 South Boulevard, Suite D, Tampa, Florida 33606.

The address of the Corporation shall be c/o BCM, 13110 N. 50th Street, Tampa, Florida 33617.

#### **6. BOARD OF DIRECTORS**

The initial Board of Directors shall have two members whose name and address are as follows:

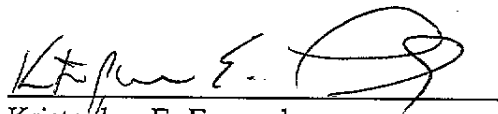
Ben Rosa, c/o BCM, 13110 N. 50th Street, Tampa, Florida 33617  
Susan C. Walsh, c/o BCM, 11350 N. 50th St., Tampa, Florida 33617

The number of directors may be raised or lowered by amendment of the bylaws of the Corporation, but shall in no case be less than one.

#### **7. INCORPORATOR**

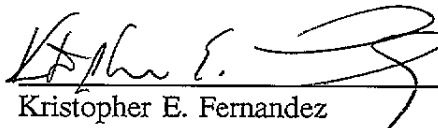
The incorporator of this Corporation is Kristopher E. Fernandez whose address is 307 S. Boulevard, Suite D, Tampa, Florida 33606.

In witness thereof, the undersigned incorporator has executed these Articles of Incorporation this 17th day of January, 2001.

  
Kristopher E. Fernandez

#### **ACCEPTANCE BY REGISTERED AGENT AND REGISTERED OFFICE**

Having been named Registered Agent and designated to accept service of process for StairWay Films, Inc., at 307 South Boulevard, Suite D, Tampa, Florida 33606, I hereby agree to act in this capacity. I further agree to comply with all the provisions of all the statutes relative to the proper and complete performance of my duties. I am familiar with and accept the obligations provided for in Section 607.0501, Florida Statutes.

  
Kristopher E. Fernandez  
Registered Agent

FILED  
01 JAN 22 AM 9:56  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA