City/Sta P. O. Box 617153, me # Orlando, FL 3286 | 3286 | 3233

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	Office Use Only
CORPORATION NAME(S) & DOCUM	ENT NUMBER(S), (if known):
1. BRIAN IS AND (MODE) (Corporation Name)	300038542939 0 2702 Studios Jhc03/15/0101069001 (Document #) ******87.50 ******87.50
2(Corporation Name)	(Document #)
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4(Corporation Name) Walk in Pick up time Mail out Will wait	(Document #) Certified Copy Photocopy Certificate of Status Of MAR 15 AM 9: 2
NEW FILINGS Profit Not for Profit Limited Liability Domestication Other	AMENDMENTS Amendment Resignation of R.A., Officer/Director Change of Registered Agent Dissolution/Withdrawal Merger
OTHER FILINGS Annual Report Fictitious Name	REGISTRATION/QUALIFICATION Foreign Limited Partnership Reinstatement Trademark Other
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Examiner's Initials 14

ARTICLES OF INCORPORATION

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In compliance with Chapter 607 and/or Chapter 621, F.S. (Profit) TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of the corporation is BRIAR ISLAND PRODUCTION STUDIOS, INC.

ARTICLE 11 - PRINCPAL OFFICE

The principal place of business and mailing address is:

10216 Spring Moss Avenue Clermont, FL 34711

ARTICLE III - DURATION

This corporation shall have perpetual existence commencing on the date of the filing of these Articles with the Department of State.

ARTICLE IV - PURPOSE

This corporation is organized for the purpose of audio engineering, and audio visual, multimedia, graphic, fine arts, stage and interior design, and transacting any and all lawful business incorporated under the laws of the State of Florida.

ARTICLE V - SHARES

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 7,500 shares of common stock. This corporation is authorized to issue shares of par value common stock which shall be designated "Common Shares."

ARTICLE VI - PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation shall have the right to purchase his prorata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VII - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 10216 Spring Moss Avenue, Clermont, FL 34711 and the name of the registered agent of this corporation at that address is Randy S. Langille.

ARTICLE VIII - INITIAL BOARD OF DIRECTORS

This corporation shall have Director(s) constituting the initial Board of Directors. The number of Directors may be either increased or decreased from time to time by the By Laws. The names and addresses of the initial Board of Directors of this corporation are:

Name

Address

Randy S. Langille

10216 Spring Moss Avenue

Clermont, FL 34711

Elaine M. Langille

10216 Spring Moss Avenue

Clermont, FL 34711

ARTICLE IX - INCORPORATOR

The name and address of the person signing these Articles are:

Name

Address

Randy S. Langille

10216 Spring Moss Avenue

Clermont, FL 34711

ARTICLE X - INDEMNIFICATION

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

ARTICLE XI - AMENDMENT

This corporation reserves the right to amend or repeal any provision 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 subscriber has executed these Articles of Incorporation this 12th day of February, 2001.

Randy S. Langille

STATE OF FLORIDA COUNTY OF ORANGE

Before me, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared Gary Carney known to be and known to me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the State and County and aforesaid, this <u>/k</u> day of February, 2001.

Notary Public

State of Florida at Large My Commission Expires:

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Mitzy A. Evans

Commission # CG 863853

Expires Aug. 17, 2003

Bonded Thru

Admitse Bonding Co., Inc.

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED:

ANCHOR MARKETING, INC. DESIRING TO ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS PRINCIPAL PLACE OF BUSINESS AT THE CITY OF ORLANDO, STATE OF FLORIDA, HAS NAMED RANDY S. LANGILLE, LOCATED AT 10216 SPRING MOSS AVENUE, CLERMONT, FL 34711, AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

Randy S. Langille, President

Date: 02/18/0/

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER PERFORMANCE OF MY DUTIES.

Randy S. Langille, President

Date: 02/18/01

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SECRETARY OF STATE