

## TRANSMITTAL LETTER

# P01888060241

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

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-06/14/01--01048--025

\*\*\*\*\*78.75 \*\*\*\*\*78.75

SUBJECT:

BOX OFFICE FILMS INC

(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

\*

PLEASE SEND DOCUMENTS TO ADDRESS BELOW \*

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

&amp; Certificate of Status

☐ \$78.75

Filing Fee

&amp; Certified Copy

☐ \$87.50

Filing Fee,

Certified Copy

&amp; Certificate of

Status

ADDITIONAL COPY REQUIRED

FROM:

JONATHAN BOND

Name (Printed or typed)

4917 RIVERSIDE DRIVE

Address

CORAL SPRINGS, FL. 33067

City, State &amp; Zip

954 255 2320

Daytime Telephone number

RECEIVED DATE  
6-11-01

FILED  
01 JUN 14 AM 10:18  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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

6-18-01  
KAC

ARTICLES OF INCORPORATION  
OF

**Box Office Films, Inc.**

FILED  
01 JUN 14 AM 10:18  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned Incorporator, for the purpose of forming a corporation under the laws of the state of Florida, does hereby adopt the following Articles of Incorporation:

ARTICLE I  
NAME AND LOCATION

The name of the Corporation is **BOX OFFICE FILMS, INC.**, hereinafter referred to as the Corporation.

ARTICLE II  
PRINCIPAL ADDRESS

EFFECTIVE DATE  
6-11-01

The initial principal address and place of business of the Corporation shall be 4917 Riverside Drive, Coral Springs, Florida 33067 but meetings of the Directors and stockholders may be held at such places within or without the State of Florida, as may be designated from time to time.

ARTICLE III  
PURPOSE

1. The Corporation is organized as a for profit Corporation for the purpose of developing, promoting and producing motion picture films for general commercial release and promoting and selling associated rights and merchandizing of tangibles and intangibles.

2. The Corporation may transact any business directly or indirectly related to its principal purpose, or restrict its activities to any part of the described purpose.

ARTICLE IV  
CAPITAL STOCK

The Corporation shall be authorized to issue two classes of stock; Common stock and Preferred stock in accordance with the following schedule:

Common Stock: 1,000,000 shares of One Cent (\$0.01) par value per share Common Stock.

The Class A Common Stock shall possess all such rights and privileges as are afforded to capital stock by applicable laws, including but not limited to the right to vote for the election of directors and all other matters requiring shareholder action, each share being entitled to one vote.

Preferred Stock: 10,000,000 shares of One Cent (\$0.01) par value per share non-voting Preferred Stock.

The Preferred stock shall carry no voting right on any matter, and the holder of Preferred Stock shall not participate in any proceeding in which action may be taken by the corporation or the shareholders thereof. Except as provided in the immediately preceding sentence, the Preferred Stock shall possess all such rights and privileges are afforded to the capital stock by applicable laws.

#### ARTICLE V SHAREHOLDERS PRE-EMPTIVE RIGHTS

The holders of shares in the Corporation shall not have any pre-emptive rights to subscribe to any issues or additional shares of stock of the Corporation.

#### ARTICLE VI INITIAL BOARD OF DIRECTORS

The Corporation shall initially have 1 (one) director to hold the office until the first annual meeting of shareholders and their successors shall have been duly elected and qualified, or until their earlier resignation, removal from office or death. The number of directors may be either increased or decreased from time to time in accordance with the Bylaws of the Corporation. The names and addresses of the initial directors of the Corporation are:

NAME	ADDRESS
Jonathan Bond	4917 Riverside Drive, Coral Springs, Florida 33067

#### ARTICLE VII INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered agent and principal office of the Corporation is 4917 Riverside Drive, Coral Springs, Florida 33067, and the name of the Agent of the Corporation at that address is Jonathan Bond.

ARTICLE VIII  
SUPERMAJORITY VOTE OF CERTAIN ACTIONS

The consent of the holders of three-fourths of the issued and outstanding common stock of the corporation shall be required to take any of the following actions:

1. To approve any change in the original purpose of the Corporation as set forth in these Articles of Incorporation.
2. To approve a merger or consolidation or the sale of substantially all of these assets of The Corporation.
3. To approve a voluntary dissolution or voluntary liquidation of the Corporation.
4. To elect or remove any member of the Board of Directors of the Corporation.
5. To discharge or replace the independent auditors for the Corporation.
6. To increase the number of authorized shares as set forth in Article IV herein.
7. To transfer, pledge or hypothecate any asset to the benefit of any shareholder.
8. To amend, rescind, add to or adopt new Bylaws of the Corporation.

ARTICLE IX  
AMENDMENTS

The power to amend these Articles of Incorporation in accordance with law is reserved to the shareholders by these Articles of Incorporation is subject to this reservation.

Any amendment, change, or repeal of Article VIII of the Articles of Incorporation which would have the effect of modifying or permitting circumvention of said Article VIII or any adoption, amendment, or repeal of Bylaws of this Corporation which would have the same effect, shall require the consent of three-fourths of the holders of issued common stock of the Corporation.

ARTICLE X  
CORPORATE COMMITMENTS

The shareholders declare that only current duly elected Directors or officers of the Corporation may issue policy statements on behalf of the Corporation, or make any commitments that will financially obligate the Corporation to any third party, or cause any indebtedness of the Corporation to any third party, and that any such statements will only be valid and enforceable against the Corporation when such statements have been issued in writing, on the Corporation's letterhead, dated and signed by both the officer issuing the statement and the President of the Corporation.

ARTICLE XI  
DURATION

The Corporation shall have perpetual existence.

ARTICLE XII  
MISCELLANEOUS

1. *Conflicts.*

In the case of any conflict between these Articles and the Bylaws, the Articles shall control.

2. *Governing Law.*

These Articles shall be governed by and interpreted in accordance with the laws of the State of Florida.

3. *Headings.*

The headings in these Articles are solely for convenience of reference and shall be given no effect in the construction or interpretation of these Articles.

ARTICLE XIII  
INDEMNITY

The Corporation may indemnify and insure its officers and directors to the fullest extent permitted by law and as set out in the Bylaws.

ARTICLE XIV  
EFFECTIVE DATE

The effective date of these Articles shall be 11th June 2001.

ARTICLE XV  
INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is;

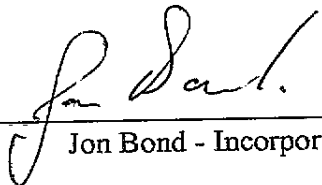
NAME

ADDRESS

Jon Bond

4917 Riverside Drive, Coral Springs, Florida 33067

IN WITNESS WHEREOF, being the Incorporator hereinbefore named, make and file these Articles of Incorporation the 12<sup>th</sup> day of June, 2001.

  
\_\_\_\_\_  
Jon Bond - Incorporator

**ACCEPTANCE OF DESIGNATION OF REGISTERED AGENT**

I hereby accept the appointment as the initial registered agent of, Box Office Films Inc., as made in the foregoing Articles of Incorporation.

Date: 6.12.2001

By:   
\_\_\_\_\_  
Jon Bond