

Hope Animation Productions, Incorporated

3111 Southwest 10th Street

Pompano Beach, Florida 33069-9902

(954) 975-7777

P010000115845

December 3, 2001

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

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-12/05/01--01035--010
*****78.75 *****78.75

Subject: *Hope Animation Productions, Incorporated*
Proposed Corporate Name

Enclosed is an original and one copy of the Articles of Incorporation, including a designation of registered agent, and a check for \$78.75. Please return a certified copy of the Articles stamped with the filing date.

From:

Arnold A. Broussard

Arnold A. Broussard
3111 SW 10th Street
Pompano Beach, FL 33069-9902
Daytime Contact Telephone Number: (954) 975-7777 Ext. 193

FILED
01 DEC -5 PM 4:29
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION
OF

Hope Animation Productions, Incorporated

The undersigned, acting as incorporator of a Corporation pursuant to Chapter 607, Florida Statutes, adopts the following Articles of Incorporation for such Corporation.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE 1: NAME

The name of the corporation shall be

HOPE ANIMATION PRODUCTIONS, INCORPORATED

ARTICLE 2: PRINCIPAL PLACE OF BUSINESS

The principal place of business of this corporation shall be:

3111 Southwest 10th Street
Pompano Beach, Florida 33069-9902

ARTICLE 3: DURATION

This Corporation shall have perpetual existence.

ARTICLE 4: PURPOSE

This Corporation may engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE 5: SHARES

This Corporation is authorized to issue 1,500 shares of One Dollar (\$1.00) par value common stock, which shall be designated "Common Shares."

ARTICLE 6: INITIAL REGISTERED AGENT AND REGISTERED OFFICE

The name of the initial registered agent is

Arnold A. Broussard

whose registered office is located at the place of business stated in Article 2 above.

ARTICLE 7: INITIAL BOARD OF DIRECTORS

This Corporation shall have six (6) Directors initially. The number of Directors may be increased or decreased from time to time by the Bylaws but shall never be less than one (1). The name and address of the initial Directors of this Corporation are as follows.

Name	Address
Bob Hoskins	3111 Southwest 10 th Street Pompano Beach, Florida 33069-9902
Rob Hoskins	3111 Southwest 10 th Street Pompano Beach, Florida 33069-9902
Arnold A. Broussard	3111 Southwest 10 th Street Pompano Beach, Florida 33069-9902
Michael Medley	3111 Southwest 10 th Street Pompano Beach, Florida 33069-9902
George Hoskins	3111 Southwest 10 th Street Pompano Beach, Florida 33069-9902
Dale Berkey	3111 Southwest 10 th Street Pompano Beach, Florida 33069-9902

ARTICLE 8: BYLAWS

The Bylaws of this Corporation may be adopted, altered, amended or repealed by either the Shareholders or Directors.

ARTICLE 9: INDEMNIFICATION

Every person who now is or hereafter shall be a Director or Officer of the Corporation shall be indemnified by the Corporation against all costs and expenses (including counsel fees) hereafter reasonably incurred by or imposed upon him or her in connection with, or resulting from, any action, suit or proceedings of whatever nature, to which he or she is or shall be made a party by reason of his or her being or having been a Director or Officer of the Corporation (whether or not he or she is a Director or Officer of the Corporation at the time he or she is made a party to such action, suit or proceeding, or at the time such cost or expense is incurred by or imposed upon him or her) except in relation to matters as to which he or she shall be finally adjudged in such action, suit or proceeding to have been derelict in the performance of his or her duties as such Director or Officer. The right of indemnification herein provided shall not be exclusive of other rights to which any such person may now or hereafter be entitled to as a matter of law.

ARTICLE 10: INCORPORATOR

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

Arnold A. Broussard
3111 Southwest 10th Street
Pompano Beach, Florida 33069-9902

ARTICLE 11: AMENDMENT

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, in accordance with the provisions of the Florida Business Corporation Act.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation on this 3rd day of December 2001.


Arnold A. Broussard, Incorporator

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

Pursuant to Florida Statute Section 617.0501, the undersigned Corporation organized under the laws of the State of Florida submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is:

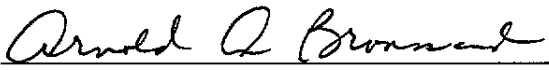
Hope Animation Productions, Incorporated

2. The name and address of the registered agent and office is:

Arnold A. Broussard
3111 Southwest 10th Street
Pompano Beach, Florida 33069-9902

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.



Arnold A. Broussard, Registered Agent

12/3/2001
Date