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FILED

Requester's Name

02 FEB 11 AM 11:03

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

NAME

ADDRESS

Doug Schwab

2522 N. State Road 7
Margate, FL 33063

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. _____
(Corporation Name) (Document #)

2. _____
(Corporation Name) (Document #)

3. _____
(Corporation Name) (Document #)

4. _____
(Corporation Name) (Document #)

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- ☐ Walk in ☐ Pick up time _____ ☐ Certified Copy
☐ Mail out ☐ Will wait ☐ Photocopy ☐ Certificate of Status

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

Examiner's Initials

ARTICLES OF INCORPORATION
OF
SLEEPING GIANT FILMS, INC.

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TALLAHASSEE, FLORIDA

ARTICLE I

The name of the corporation Sleeping Giant Films, Inc.
2522 N. State Road 7 Margate, FL 33063.

ARTICLE II

This Corporation shall have perpetual existence.

ARTICLE III

This Corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE IV
CAPITAL STOCK

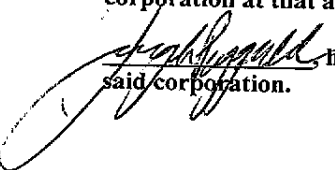
This Corporation is authorized to issue 1000 shares of One Dollar (\$1.00) par value common stock.

ARTICLE V
PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI
INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial principal office of this corporation 2522 N. State Road 7 Margate FL 33063 corporation at that address is Joseph Pappalardo.

 hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation.

ARTICLE VII
INITIAL BOARD OF DIRECTORS

This corporation shall have 3 director(s) initially. The number of director(s) may be either increased or diminished from time to time by the Bylaws but shall never be less than one. the name and address of the initial director(s) of this corporation are

NAME	ADDRESS
Doug Schwab	2522 N. State Road 7 Margate, FL 33063
Joseph Pappalardo	2522 N. State Road 7 Margate, FL 33063
Tim Swain	2514 5th Street Santa Monica, CA 90405

**ARTICLE VIII
INCORPORATION**

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

NAME	ADDRESS
Doug Schwab	2522 N. State Road 7 Margate, FL 33063
Joseph Pappalardo	2522 N. State Road 7 Margate, FL 33063
Tim Swain	2514 5th Street Santa Monica, CA 90405

**ARTICLE IX
INDEMNIFICATION**

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

**ARTICLE X
AMENDMENT**

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.

STATE OF FLORIDA)
) COUNTY OF BROWARD)

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 20th day of January, 2002.

~~Joseph Pappalardo~~

~~Tim Swain~~

Notary Public
State of Florida at Large
My Commission expires: 2/16/05

