

# PD2000025202

form 1

## TRANSMITTAL LETTER

EFFECTIVE DATE

2-28-02

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

FILED  
02 MAR -4 AM 11:46  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA  
600005042276  
-03/04/02--01130--007  
\*\*\*\*\*87.50 \*\*\*\*\*87.50

SUBJECT:

Fat Cat Studios, Inc.

(Proposed corporate name - must include suffix)

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  
& Certificate

☐ \$78.75  
Filing Fee  
& Certified Copy

☒ \$87.50  
Filing Fee,  
Certified Copy  
& Certificate

ADDITIONAL COPY REQUIRED

FROM:

L. G. Crowe

Name (Printed or typed)

6544 US Highway 41 North, Suite 210B

Address

Apollo Beach, FL 33572

City, State & Zip

(813) 671-1599

Daytime Telephone number

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

EFFECTIVE DATE

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SECRETARY OF STATE  
TALLAHASSEE FLORIDA

ARTICLES OF INCORPORATION  
OF  
FAT CAT STUDIOS, INC.

THE UNDERSIGNED, being over the age of eighteen years, in order to form a corporation pursuant to the provisions of the Corporate Code, hereby certifies as follows:

FIRST  
IDENTIFICATION

The name of the corporation, hereinafter referred to as the "Corporation," is FAT CAT STUDIOS, INC.

SECOND  
PERIOD OF EXISTENCE

The period during which the corporation shall continue is perpetual.

THIRD  
REGISTERED OFFICE AND REGISTERED AGENT

The address of the initial registered office of the corporation is 6544 U. S. Highway 41 North, Suite 210B, Apollo Beach, Florida 33572 and the name and address (if different) of the initial registered agent therein and in charge thereof, upon whom process against the Corporation may be served, is L. G. Crowe, 6544 U. S. Highway 41 North, Suite 210B, Apollo Beach, Florida 33572. The principal address and the registered office address are the same.

FOURTH  
PURPOSE

The purpose of the Corporation is to engage in any or all lawful business for which corporations may be organized under the provisions of the General Corporation Law of Florida.

FIFTH  
SHARES

The total authorized capital stock of the Corporation is five hundred shares. All or any part of said shares may be issued by the Corporation from time to time and for such consideration as may be determined upon or fixed by the Board of Directors, as provided by law.

SIXTH  
INCORPORATION'S ADDRESS

The name and post office address of the Incorporator of the Corporation is as follows:

L. G. Crowe  
6544 U. S. Highway 41 North, Suite 210B  
Apollo Beach, Florida 33572.

SEVENTH  
DIRECTORS

The powers of the incorporator are to terminate upon the filing of this Certificate of Incorporation and the name and mailing addresses of person who are to serve as director until the first meeting of stockholders or until their successors are elected and qualify are as follows:

**L. G. Crowe**  
**6544 U. S. Highway 41 North, Suite 210B**  
**Apollo Beach, Florida 33572.**

EIGHTH  
INDEMNITY

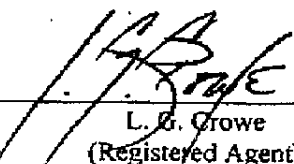
Directors of the corporation shall not be liable to either the corporation or its stockholders for monetary damages for a breach of fiduciary duties unless the breach is one which invokes: (1) a director's duty of loyalty to the corporation or its stockholders; (2) acts or omissions not in good faith or which involve international misconduct or a knowing violation of law; (3) liability for unlawful payments of dividends or unlawful stock purchases or redemption by the corporation; or (4) a transaction from which the director derived an improper personal benefit.

The effective date of this Certificate of Incorporation shall be **February 28, 2002.**

IN WITNESS WHEREOF, the undersigned Incorporator has cause this Certificate of Incorporation to be executed as of **February 28, 2002.**

  
\_\_\_\_\_  
L. G. Crowe  
(Incorporator)

I hereby accept the appointment as registered agent and agree to act in this capacity.

  
\_\_\_\_\_  
L. G. Crowe  
(Registered Agent)  
6544 U. S. Highway 41 North, Suite 210B  
Apollo Beach, Florida 33572