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The Law Office of  
DONNA M. FREIDAH

Stratis Business Center  
2500 Quantum Lakes Drive • Suite 148  
Boynton Beach, FL 33426

Attorney at Law

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March 21, 2002

Division of Corporations  
Department of State, State of Florida  
Post Office Box 6327  
Tallahassee, Florida 32314

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-03/25/02--01004--021  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

RE: The Kulpa Group, Inc.

Gentlemen:

Enclosed please find the original Articles of Incorporation and Certificate Designating Registered Agent for the above-named corporation which we request you file in your official file, along with a copy of the Articles of Incorporation and Certificate Designating Registered Agent which we request you certify and return to our office.

Also enclosed please find a check payable to Department of State in the sum of \$78.75, to cover the following items:

Filing Fees	\$35.00
Certified Copy	\$ 8.75
Registered Agent Designation	<u>\$35.00</u>
Total:	\$78.75

Thank you for your assistance in this matter.

Very truly yours,

DONNA M. FREIDAH

FILED  
02 MAR 22 PM 1:57  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

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**ARTICLES OF INCORPORATION**

**THE KULPA GROUP, INC.**

**FILED**

**02 MAR 22 PM 1:57**

**SECRETARY OF STATE  
TALLAHASSEE FLORIDA**

I, THE UNDERSIGNED, desiring to form a corporation under the laws of the State of Florida, providing for the formation, liabilities, rights, privileges, and immunities of corporations for profit, DO HEREBY CERTIFY AS FOLLOWS:

**ARTICLE I - NAME OF CORPORATION**

The name of this corporation shall be THE KULPA GROUP, INC.

**ARTICLE II - PRINCIPAL PLACE OF BUSINESS**

The principal place of business of this corporation and the street address of its corporate office shall be at 2500 QUANTUM LAKES DRIVE, SUITE 203, BOYNTON BEACH FLORIDA, 33426 with the privilege of transferring locations or having branch offices at other places within or without the State of Florida, and within or without the United States of America, and the name of its initial registered agent is DONNA M. FREIDAH, Esquire whose address is 2500 QUANTUM LAKES DRIVE, SUITE 203 BOYNTON BEACH, Florida 33426.

### **ARTICLE III - PURPOSE OF BUSINESS**

The purpose of business of this corporation shall be as follows:

1. The corporation may engage in any activity or business permitted under the laws of the United States and the State of Florida, including but not limited to the creation; publication; distribution; and advertisement of any and all media related materials, including, but not limited to print media; audio and music depictions; cinema and television; collectibles and memorabilia; clothing; toys; signage; internet productions; and promotional art work, the performance of such other related activities incidental to the general purpose of this corporation, and to generally do any and all things necessary, pertinent, or convenient to the powers herein and hereby conferred. The corporation shall further have the right to own any copyright, trademark, or patent on any individual work created through or purchased by the corporation.

### **ARTICLE IV - SHARES**

The amount of the authorized capital stock of this corporation shall be one thousand (1000) shares of common stock, with a par value of one dollar (\$1.00) per share.

**ARTICLE V - INITIAL OFFICERS/DIRECTORS**

The names and post office address of the officer(s) first Board of Directors of this corporation shall be two (2) in number and shall hold office for the first year, or until their successors are elected and have qualified, shall be:

Richard Kulpa, President and Secretary  
2500 Quantum Lakes Drive  
Suite 203  
Boynton Beach, Florida 33426

Donna M. Freidah, Esq. Vice President, Treasurer  
2500 Quantum Lakes Drive  
Suite 203  
Boynton Beach, Florida 33426

**ARTICLE VI - REGISTERED AGENT**

The registered agent of the corporation shall be:

Donna M. Freidah, Esquire  
2500 Quantum Lakes Drive  
Suite 203  
Boynton Beach, Florida 33426

**ARTICLE VII - INCORPORATOR**

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

Donna M. Freidah, Esquire  
2500 Quantum Lakes Dr.  
Suite 203  
Boynton Beach, Florida 33426

**ARTICLE VII - DATE OF COMMENCEMENT**

The date of commencement of corporate existence of this corporation shall be on the date the Articles of Incorporation and are filed with the Secretary of State.

**IN WITNESS WHEREOF**, I have hereunto set my hand and seal on this 15<sup>th</sup> day of March 2002.

  
DONNA M. FREIDAH  
Registered Agent

3.15.02  
Date

  
DONNA M. FREIDAH  
Incorporator

3.15.02  
Date

STATE OF FLORIDA )  
COUNTY OF PALM BEACH)

PERSONALLY APPEARED before me, the undersigned authority, duly qualified to administer oaths and take acknowledgments, Donna M. Freidah, to me known to be the person described in and who executed and subscribed to the foregoing Articles of Incorporation, and she acknowledged before me that she executed and subscribed to the same for the purposes therein expressed.

**IN WITNESS WHEREOF**, I have hereunto set my hand and official seal at Palm Beach County this 5<sup>th</sup> day of March, 2002.



Cynthia A. Collins  
Commission # DD 032609  
Expires June 11, 2005  
Bonded Thru  
Atlantic Bonding Co., Inc.

  
Notary Public

My Commissions Expires: 6-11-05

Donna M. Freidah

Vice President  
Treasurer

2500 Quantum Lakes  
Drive, Suite 203  
Boynton Beach, FL  
33426

Dated this 15<sup>th</sup> day of March, 2002.

THE KULPA GROUP, INC.

By: 

Richard Kulpa, President

**STATE OF FLORIDA  
DEPARTMENT OF STATE  
DESIGNATION OF REGISTERED AGENT**

Certificate Designating Place of Business or Domicile for the Service of Process Within This State, Naming Agent Upon Whom Process May Be Served and Names and Addresses of the Officers and Directors.

The following is submitted, in compliance with Chapter 48-091, Florida Statutes:

**THE KULPA GROUP, INC.**

a corporation organized (or organizing) under the laws of the State of Florida, with its principal office at 2500 Quantum Lakes Drive, Suite 203, Boynton Beach, County of Palm Beach, State of Florida, has named Donna M. Freidah, Esquire, located at 2500 Quantum Lakes Drive, Boynton Beach, Florida 33426 as its agent to accept service of process within this state.

**OFFICERS:**

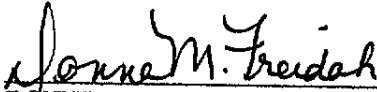
<u>NAME</u>	<u>TITLE</u>	<u>SPECIFIC ADDRESS</u>
Richard Kulpa	President Secretary	2500 Quantum Lakes Drive, Suite 203 Boynton Beach, FL 33426
Donna M. Freidah	Vice President Treasurer	2500 Quantum Lakes Drive, Suite 203 Boynton Beach, FL 33426

**DIRECTORS:**

<u>NAME</u>	<u>TITLE</u>	<u>SPECIFIC ADDRESS</u>
Richard Kulpa	President Secretary	2500 Quantum Lakes Drive, Suite 203 Boynton Beach, FL 33426

**ACCEPTANCE OF REGISTERED AGENT:  
THE KULPA GROUP, INC.**

I DONNA M. FREIDAH, agree, as Registered Agent, to accept service of process, to keep the office open during prescribed hours, and to post my name (and any other officers of said Corporation authorized to accept service of process at the above Florida designated address) in some conspicuous place in the office as required by Law.

  
DONNA M. FREIDAH, Esq.  
Registered Agent

3.15.02  
Date

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SECRETARY OF STATE  
TALLAHASSEE FLORIDA