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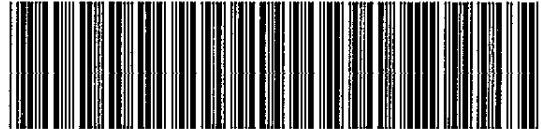
(Business Entity Name)

(Document Number)

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03 JUN -3 PM 1:19  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

RECEIVED  
03 JUN -3 AM 11:10  
OFFICE OF THE SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

*Handwritten initials/signature*

OFFICE USE ONLY(DOCUMENT #)

**LAZARUS CORPORATE FILING SERVICE**

**3320 S.W. 87 AVENUE**

**MIAMI, FLORIDA (305)552-5973**

**TERESA ROMAN ( TALLAHASSEE REPRESENTATIVE)**

OFFICE USE ONLY

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

1. WALLY DAY PRODUCTIONS, INC.  
(Corporation Name) (Document #)

2. \_\_\_\_\_  
(Corporation Name) (Document #)

3. \_\_\_\_\_  
(Corporation Name) (Document #)

4. \_\_\_\_\_  
(Corporation Name) (Document #)

- Walk in     Pick up time 2:00     Certified Copy
- Mail out     Will wait     Photocopy     Certificate of Status

NEW FILINGS	
<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

Examiner's Initials

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION OF WALLY DAY PRODUCTIONS, INC.**

The undersigned incorporators for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt the following Articles of Incorporation.

**ARTICLE I - NAME**

The name of this corporation is Wally Day Productions, Inc. (hereinafter referred to as the "Corporation").

**ARTICLE II - PRINCIPAL OFFICE**

The initial address of the principal office of this Corporation is 544 SW 7 Street, # 3, Miami, FL 33130 and the initial mailing address of this Corporation shall be 544 SW 7 Street, # 3, Miami, FL 33130 .

**ARTICLE III - DURATION**

This Corporation shall have perpetual existence.

**ARTICLE IV - PURPOSE**

The primary purpose of this Corporation is to engage in any activity or business permitted under the laws of the United States and of the state of Florida.

**ARTICLE V - CAPITAL STOCK**

The number of shares of stock that this Corporation is authorized to issue is: 1000 (one thousand) and shall have no designated par value. Any further distribution of shares will

be issued in the manner proscribed by the Board of Directors.

Notwithstanding, anything in these Articles of Incorporation, this Corporation is authorized to issue only one class of stock and such stock shall be designated as common stock.

**ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT**

The name of the initial registered agent of this corporation is Walter Diaz, 544 SW 7 Street, # 3, Miami, FL 33130, upon whom process in any action or proceeding against this Corporation may be served.

**ARTICLE VII - INITIAL BOARD OF DIRECTORS**

This Corporation shall have one (1) initial Director on the initial Board of Directors of this Corporation.

The initial Directors on the initial Board of Directors shall remain on the initial Board of Directors until the first election of the Board of Directors to be held in the manner and at the point in time prescribed by the bylaws adopted by this Corporation as amended from time to time. The number of directors may be increased or decreased from time to time on accordance with the bylaws adopted by this Corporation as amended from time to time. Notwithstanding anything in these Articles of Incorporation, the number of Directors on the Board of Directors shall never be less than one (1). The names of the initial Directors on the initial Board of Directors of this Corporation are:

NAME	TITLE	ADDRESS
Walter Diaz	Director	544 SW 7 Street, # 3, Miami, FL 33130

**ARTICLE VIII – OFFICERS**

This Corporation shall have four initial offices and these offices shall be filled, as follows, until the first election of Officers to be held at the point in time prescribed by the bylaws adopted by this Corporation as amended from time to time:

President:	Walter Diaz
Vice-president:	Alberto Perez
Secretary:	Walter Diaz
Treasurer:	Walter Diaz

Additional offices may be created in accordance with the bylaws.

**ARTICLE IX - INDEMNIFICATION**

This Corporation shall indemnify any Officer or Director, to the full extent permitted by the law.

**ARTICLE X - INCORPORATOR**

In order to incorporate this Corporation and in order to effectuate the governance in accordance with these Articles of Incorporation, the undersigned incorporators acknowledge the above provisions with their respective signatures:

x Walter Diaz  
Incorporator

**WRITTEN ACKNOWLEDGEMENT OF REGISTERED AGENT**

I, Walter Diaz, as the initial registered agent of this Corporation designated under Article VI of these Articles of Incorporation hereby acknowledge my duties as such registered agent and state that I am familiar with the laws of Florida Business Corporation Act.

x Watts Dig D.  
Registered Agent

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