

# P07000101256

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## FLORIDA PROFIT/NON PROFIT CORPORATION

and-mar productions inc.

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September 11, 2007

FLORIDA DEPARTMENT OF STATE

Division of Corporations

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**ARTICLES OF INCORPORATION**

**OF**

**AND-MAR CINEMA PRODUCTIONS INC.**

The undersigned, acting as incorporator of a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation for such corporation:

**ARTICLE I**

The name of this corporation shall be: **AND-MAR CINEMA PRODUCTIONS INC.**

**ARTICLE II**

Corporate existence is perpetual.

**ARTICLE III**

The primary purpose of the corporation is to engage in the practice of accounting activities or any other business permitted under the laws of the United States and the State of Florida.

**ARTICLE IV**

The corporation shall have the authority to issue 1,000 shares all in one class, \$1.00 par value.

**ARTICLE V**

The initial principal address and registered offices of the corporation in the State of Florida shall be: 9485 S.W. 72<sup>nd</sup> St. Suite A-225 Miami, Florida 33173. The Board of Directors may from time to time move their principal offices to any address within the State of Florida. The registered agent is: **ANDY MARTINEZ**. Address: 9485 S.W. 72<sup>nd</sup> St. Suite A-225, Miami, Florida 33173.

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**ARTICLE VI**

The number of directors constituting its initial Board of Directors are one (1) whose names and addresses are:

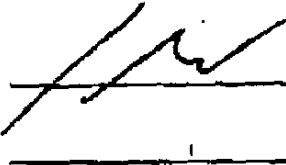
**NAME/ADDRESS**

**ANDY MARTINEZ  
9485 S.W. 72<sup>nd</sup> St Suite A-225  
Miami, Florida 33173**

**ARTICLE VII**

The stock of the corporation may be issued pursuant to the provisions under \*1244 of Internal Revenue Code in order for the stockholders of the corporation may receive the benefits thereunder.

IN WITNESS WHEREOF: We have hereunto set our hands and seals this 5th day of September 2007.



**ARTICLE VIII**

The name of the incorporator is **ANDY MARTINEZ, 9485 S.W. 72 St Suite A-225, Miami, Florida 33173.**

Signature



incorporator

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**ARTICLE IX**

Preemptive rights shall be as follows: Subject to the restrictions of the Florida General Corporation Act, the holders of the common stock of this corporation shall have the preemptive rights to purchase, at prices, terms and have conditions that shall be fixed by the Board of Directors as may be issued for money (money, or any property or services) from time to time, in addition to that stock authorized (and issued) by the corporation. The preemptive right of any holder is determined by the ratio of the authorized (authorized and issued) shares of common stock held by the holder to all shares of common stock currently authorized (and issued).

**CERTIFICATE OF DESIGNATION  
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Section 607.325, Florida Statutes 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.

The name of the corporation is; **AND-MAR CINEMA PRODUCTIONS INC.**

The name and address of the registered agent is:

**ANDY MARTINEZ**  
9485 S.W. 72 St. Suite A-225  
Miami, Florida 33143

SIGNATURE [Signature]  
(Corporate Officer)

TITLE [Signature]

DATE 9/5/07

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE-  
STATED CORPORATION, AT PLACE DESIGNATED IN THIS CERTIFICATE, IN  
HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO  
COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE  
PROPER AND COMPLETE PERFORMANCE OF MY DUTIES AND OBLIGATIONS  
OF SECTION 607.325, FLORIDA STATUTES.

SIGNATURE [Signature]

DATE 9/5/07

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