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FLORIDA PROFIT/NON PROFIT CORPORATION

d & s films, inc.

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D&S FILMS, INC.

ARTICLES OF INCORPORATION

In accordance with Chapter 607 Florida Statutes the undersigned hereby files these Articles of Incorporation for a Profit Corporation.

ARTICLE I NAME

The name of the Corporation shall be D&S FILMS, INC.

ARTICLE II PRINCIPAL OFFICE

The principal street address and mailing address of the Corporation is:

215 Celebration Place Suite 500
Celebration, FL 34747

ARTICLE III PURPOSE

The purpose for which the Corporation is organized is to engage in the development, financing, production, and sales and marketing of feature motion pictures, and in all other lawful business activity related thereto, and any and all other lawful business activity.

ARTICLE IV STOCK

The number of shares of stock is Ten Thousand (10,000).

ARTICLE V INITIAL OFFICERS AND DIRECTORS

This Corporation shall be managed by the Directors. There shall be two (2) Directors initially. The number of Directors may be changed from time to time by unanimous vote of the Directors. The initial Directors of this Corporation, who shall serve for an initial term of one (1) year, or until their successors are elected are:

Stacey Drier
215 Celebration Place Suite 500
Celebration, FL 34747

Jeffrey Shiver
215 Celebration Place Suite 500
Celebration, FL 34747

THESE ARTICLES PREPARED BY:
William L. Whitmore
William L. Whitmore & Associates, PA
1000 Universal Studios Plaza, Bldg. 23, Suite 235
Orlando, FL 32819
Florida Bar No. 170693

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ARTICLE VI REGISTERED AGENT

The name and Florida street address of the Registered Agent of this Corporation is:

Stacey Drier
215 Celebration Place Suite 500
Celebration, FL 34747

ARTICLE VII INCORPORATOR

The name and address of the Incorporator is:

Stacey Drier
215 Celebration Place Suite 500
Celebration, FL 34747

EXECUTION OF ARTICLES OF INCORPORATION BY INCORPORATOR

As Incorporator, I have executed these Articles of Incorporation for D&S FILMS, Inc. this the 29 day of July 2008.

INCORPORATOR

Stacey Drier
Stacey Drier

EXECUTION OF CERTIFICATE OF ACCEPTANCE OF REGISTERED AGENT

Having been named as Registered Agent for service of process for the above stated corporation at the place designated in this certificate I am familiar with and accept the appointment as Registered Agent and agree to act in this capacity this the 29 day of July 2008.

REGISTERED OFFICE
215 Celebration Place Suite 500
Celebration, FL 34747

REGISTERED AGENT

Stacey Drier
Stacey Drier

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