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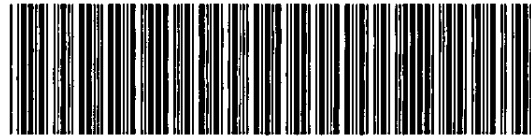
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EFFECTIVE DATE 5-29-12

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
12 JUN -4 PM 12:40

Ps 6/11

COVER LETTER

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

SUBJECT: **GO CINEMA, INC.**

(PROPOSED CORPORATE NAME – MUST INCLUDE SUFFIX)

Enclosed are an original and one (1) copy of the articles of incorporation and a check for:

☒ \$70.00 Filing Fee
☐ \$78.75 Filing Fee
& Certificate of Status

☐ \$78.75 Filing Fee
& Certified Copy
☐ \$87.50 Filing Fee,
Certified Copy
& Certificate of
Status
ADDITIONAL COPY REQUIRED

FROM: **LAW OFFICES OF C. W. WICKERSHAM JR., P.A.**

Name (Printed or typed)

2720 PARK STREET, SUITE 205

Address

JACKSONVILLE, FLORIDA 32205

City, State & Zip

TEL: (904) 302-7577 FAX: (904) 371-5199

Daytime Telephone number

cwwickersham@gmail.com

E-mail address: (to be used for future annual report notification)

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

ARTICLES OF INCORPORATION

OF

GO CINEMA, INC.

a Corporation formed under Chapter 607 Florida Statutes

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

12 JUN -4 PM 12:41

The undersigned incorporator, in duly forming a Florida Corporation as authorized under Chapter 607, Florida Statutes, hereby adopts the following Articles of Incorporation as hereinafter set forth and described;

ARTICLE I - NAME OF ENTITY

EFFECTIVE DATE 5-29-12

The name of this corporation shall be GO CINEMA, INC. ("Corporation")

ARTICLE II - PURPOSE

A. The objectives and purposes of the Corporation are to engage in and transact any and all lawful business in which corporations are authorized to engage under Florida law, and any act necessary to carry out the financial responsibilities of the Corporation, and further;

B. To undertake any acts incidental to carrying out the purposes of the Corporation, or which are necessary or desirable in order to accomplish the objectives of the Corporation.

ARTICLE III - STOCK

The aggregate number of shares the Corporation is authorized to issue is ten-thousand (10,000), with an initial par value of one dollar (\$1.00) per share. Pursuant to a meeting and vote held at the time of incorporation, all ten-thousand (10,000) shares have been issued to;

Beau Damion Shimkus (25%)
1118 Oakfair Lane
Los Angeles, CA 90710

William Stephen Griffin (25%)
1719 N. Main Street
Jacksonville, FL 32202

Ryan Rummel (25%)
333 E. Bay Street
Jacksonville, FL 32202

Veronica Dame (25%)
333 E. Bay Street
Jacksonville, FL 32202

ARTICLE IV - BOARD OF DIRECTORS

A. The Corporation shall maintain a Board of Directors on which will serve four (4) initial Directors, notwithstanding, however, that upon approval by the Board of Directors, the Corporation may from time to time increase or decrease the number of Directors, provided that the minimum number of Directors never falls below one (1).

B. The initial Directors are;

Beau Damion Shimkus (Director)
1118 Oakfair Lane
Los Angeles, CA 90710

William Stephen Griffin (Director)
1719 N. Main Street
Jacksonville, FL 32202

Ryan Rummel (Director)
333 E. Bay Street
Jacksonville, FL 32202

Veronica Dame (Director)
333 E. Bay Street
Jacksonville, FL 32202

C. Each shareholder in the Corporation, including the initial Directors named above, shall have the right to be a Director for as long as that Director is a shareholder. By acquiring stock in this Corporation, any subsequent shareholder agrees to abide by these Articles, and to elect the initial Director named above, together with any other shareholders then serving as Directors, to the office of Director for as long as that Director remains a shareholder. This Article may not be amended, revoked, rescinded, or altered in any way, without the written consent of each Director who is a shareholder at the time of any such amendment or alteration.

ARTICLE V - CORPORATE OFFICERS

A. The Corporation shall at all times maintain a minimum of one (1) corporate officer, and which number may be increased or decreased from time to time as determined by the Board of Directors, and further;

B. Pursuant to a vote held at the time of incorporation, the Board has appointed the following Officers of the Corporation;

Beau Damion Shimkus (Vice-President)
1118 Oakfair Lane
Los Angeles, CA 90710

William Stephen Griffin (Vice-President)
1719 N. Main Street
Jacksonville, FL 32202

Ryan Rummel (Vice-President)
333 E. Bay Street
Jacksonville, FL 32202

Veronica Dame (Treasurer)
333 E. Bay Street
Jacksonville, FL 32202

ARTICLE VI - REGISTERED AGENT

The Corporation's Registered Agent shall be;

Christopher W. Wickersham Jr., Esquire
The Law Offices of C. W. Wickersham Jr., P.A.
The Whiteway Building, Suite 205
2720 Park Street, Jacksonville Florida 32205-7645

ARTICLE VII - PRINCIPAL OFFICE

The Corporation's initial principal place of business shall be;

GO CINEMA, INC.
The Whiteway Building, Suite 212
2720 Park Street, Jacksonville Florida 32205-7645

ARTICLE VIII - INCORPORATOR

The name and address of the incorporator is as follows;

Christopher W. Wickersham, Jr., Esquire
The Law Offices of C. W. Wickersham Jr., P.A.
The Whiteway Building, Suite 205
2720 Park Street, Jacksonville Florida 32205-7645

ARTICLE IX - TERM OF EXISTENCE

The Corporation shall exist perpetually.

ARTICLE X - BYLAWS

The Board of Directors, by a majority vote, may enact Bylaws governing the activities of the Corporation whenever the Board deems such Bylaws necessary, provided that no such Bylaws shall conflict with these Articles of Incorporation or any relevant portion of Florida law.

Upon proper notice, any Bylaws enacted by the Board may be altered, rescinded, or amended by majority vote of the Board at any regular or special meeting called for that purpose.

ARTICLE XI - AMENDMENTS

These Articles may be amended, altered, or repealed only upon a majority vote by the Corporation's stockholders, at any regular or special meeting called for that purpose.

ARTICLE XII - INDEMNITY

The Corporation shall indemnify its directors and officers to the full extent allowed by law, against any liability arising from acts performed in furtherance of the Corporation's purposes and goals.

ARTICLE XIII - RESTRICTIONS ON CORPORATE BORROWING

KNOW ALL MEN BY THESE ARTICLES:

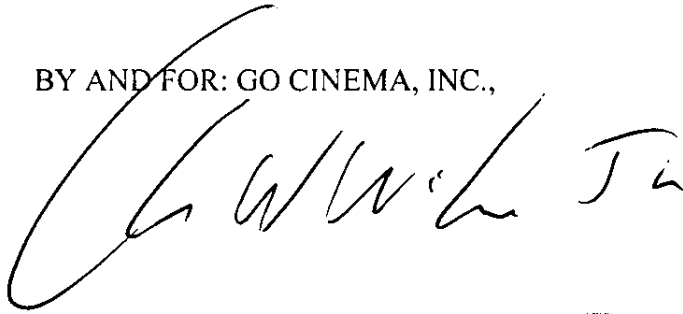
The Corporation may only borrow money, property, or in any other way encumber itself or its assets, upon the issuance of a written consent and signed Corporate Borrowing Resolution issued by the Board of Directors. No individual officer or agent is authorized, or shall carry, the authority, either express or apparent, to obligate the corporation to any indebtedness absent an authorized Corporate Borrowing Resolution issued by the Board of Directors. The issuance of a Borrowing Resolution shall require a majority vote of the Board.

ARTICLE XIII - EFFECTIVE DATE

The effective date of incorporation of GO CINEMA, Inc., is: May 29th, 2012.

WHEREUPON the undersigned Incorporator hereby executes these Articles of Incorporation, thereby establishing the formation of GO CINEMA, INC., as a Florida Corporation duly authorized under Chapter 607, Florida Statutes, this 31st day of May, 2012.

BY AND FOR: GO CINEMA, INC.,



CHRISTOPHER W. WICKERSHAM JR., ESQ.
Florida Bar Number: 91703
LAW OFFICES OF C. W. WICKERSHAM JR., P.A.
The Whiteway Building, Suite 205
2720 Park Street, Jacksonville, Florida 32205
(904) 302-7577 Telephone
(904) 371-5199 Facsimile
Email: wickershamlaw@gmail.com
Incorporator of Go Cinema, Inc.

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

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

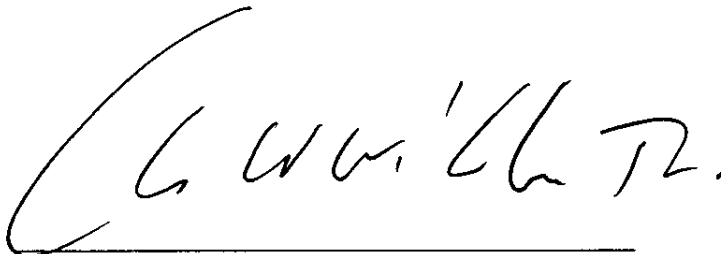
12 JUN -4 PM 12:41

Pursuant to the provisions of § 607.0501, Florida Statutes, GO CINEMA, INC., a Corporation duly organized and existing under the laws of the State of Florida, hereby submits the following statement designating its Registered Agent within the State of Florida.

1. The name of the Corporation is: GO CINEMA, INC.
2. The name and address of the Registered Agent and office is:

Christopher W. Wickersham, Jr., Esquire
The Law Offices of C. W. Wickersham Jr., P.A.
The Whiteway Building, Suite 205
2720 Park Street, Jacksonville Florida 32205-7645

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.



CHRISTOPHER W. WICKERSHAM JR., ESQ.
Florida Bar Number: 91703
LAW OFFICES OF C. W. WICKERSHAM JR., P.A.
The Whiteway Building, Suite 205
2720 Park Street, Jacksonville, Florida 32205
(904) 302-7577 Telephone
(904) 685-8426 Facsimile
Email: wickershamlaw@gmail.com
Registered Agent for Go Cinema, Inc.