

# P95000023317

OFFICE USE ONLY (Document #)

## BACK TECHNOLOGY OF MIAMI

7500 NW 52nd Street, Miami, FL 33166

(City, State, Zip)

(Phone #)

OFFICE USE ONLY

95 MAR 22 PM 2:00  
FILED  
CLERK OF DISTRICT COURT  
SOUTH DARIEN COUNTY, FLORIDA

### CORPORATION NAME(S) & DOCUMENT NUMBER(S) (If known):

1. \_\_\_\_\_  
(Corporation Name) (Document #)
2. \_\_\_\_\_  
(Corporation Name) (Document #)
3. \_\_\_\_\_  
(Corporation Name) (Document #)
4. \_\_\_\_\_  
(Corporation Name) (Document #)

700001440207  
-03/27/95--01034--010  
\*\*\*\*122.50 \*\*\*\*122.50

- ☐ Walk in ☐ Pick up time \_\_\_\_\_ ☐ Certified Copy
- ☐ Mail out ☐ Will wait ☐ Photocopy ☐ Certificate of Status

NEW FILINGS	
<input 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

5X  
3/23

**ARTICLES OF INCORPORATION  
OF  
MINDSHAFT PRODUCTIONS, INC.**

**ARTICLE I**

The name of the corporation is MindShaft Productions, Inc., (hereinafter called the "Corporation").

**ARTICLE II**

The nature of this corporation's business will be to:  
engage in every aspect and phase of any activity or business permitted under the laws of the United States and of the laws of the State of Florida, including, but not limited to the creation of film, video and computer entertainment products and services, and related services.

**ARTICLE III**

The address of the principal office and the mailing address of the Corporation is c/o: Jeff Kurzner, 545 San Esteban Avenue, Coral Gables, FL 33146-1336.

**ARTICLE IV**

The capital stock authorized, the par value thereof, and the characteristics of such stock shall be as follows:

<u>Number of Shares</u> <u>Authorized</u>	<u>Par Value</u> <u>Per Share</u>	<u>Class of</u> <u>Stock</u>
1,000	\$ 0.01	Common

**ARTICLE V**

The Corporation shall hold a special meeting of shareholders only:

- (1) On call of the Board of Directors or persons authorized to do so by the Corporation's Bylaws; or
- (2) If the holders of not less than 50 percent of the persons entitled to vote on any issue proposed to be considered at the proposed special meeting sign, date, and deliver to the Corporation's secretary one or more written demands for the meeting describing the purpose or purposes for which it is to be held.

**ARTICLE VI**

The street address of the Corporation's initial registered office is 545 San Esteban Avenue, City of Coral Gables, County of Dade, State of Florida 33146-1336, and the name of its initial registered agent at such office is **Jeff Kurzner**.

## **ARTICLE VII**

The Board of Directors of the Corporation shall consist of at least one director, with the exact number to be fixed from time to time in the manner provided in the Corporation's Bylaws. The number of directors constituting the initial Board of Directors is two, and the names and addresses of the members of the initial Board of Directors, who will serve as the Corporation's directors until successors are duly elected and qualified are:

**Jeffrey S. Kurzner**  
545 San Esteban Avenue  
Coral Gables, FL 33146-1336

**D. Graham Kurzner**  
100 N. Sycamore  
Los Angeles, CA 90036

FILED  
95 MAR 22 PM 2:00  
CLERK OF STATE  
TALLAHASSEE, FLORIDA

## **ARTICLE VIII**

The name of the Incorporator is Jeff Kurzner, and the address of the Incorporator is 545 San Esteban Avenue, Coral Gables, FL 33146-1336.

## **ARTICLE IX**

This Corporation shall indemnify and shall advance expenses on behalf of its officers and directors to the fullest extent not prohibited by law in existence either now or hereafter.

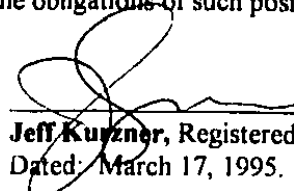
**IN WITNESS WHEREOF**, the undersigned, being the Incorporator named above, for the purpose of forming a corporation pursuant to the Florida Business Corporation Act of the State of Florida has signed these Articles of Incorporation this 17th day of March, 1995.

  
\_\_\_\_\_  
**Jeff Kurzner - Incorporator**

## **ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT**

The undersigned, having been named the Registered Agent of MindShaft Productions, Inc., hereby accepts such designation and is familiar with, and accepts, the obligations of such position, as provided in Florida Statutes § 607.0505.

BY:

  
\_\_\_\_\_  
**Jeff Kurzner, Registered Agent**  
Dated: March 17, 1995.