

ENTERTAINMENT LAW OFFICES

*of*  
*William L. Whitacre*

17 SOUTH MAGNOLIA AVENUE ORLANDO, FLORIDA USA 32801  
TELEPHONE (407) 422-4469 FACSIMILE (407) 841-3941

P9500048146

June 14, 1995

Secretary of State  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

300001516563  
-06/19/95--01043--005  
\*\*\*\*122.50 \*\*\*\*122.50

Re: *SHOOTERS FILMGROUP, INC.*

Enclosed please find an original and one copy of the Articles of Incorporation for the above for profit corporation, and a check in the amount of \$122.50 for the filing fees.

Thank you for your assistance in filing same and returning a certified copy to:

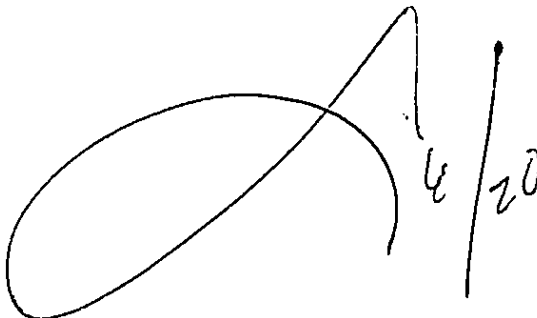
William L. Whitacre  
17 South Magnolia Avenue  
Orlando, Florida 32801  
(407) 422-4469

Very truly yours



William L. Whitacre

WLW/ww



FILED  
95 JUN 19 PM 4:43  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

STATE OF FLORIDA  
ARTICLES OF INCORPORATION  
of

**SHOOTERS FILMGROUP, INC.**

FILED  
95 JUN 19 PM 4:43  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned subscriber to these Articles of Incorporation, being a natural person competent to contract, files these ARTICLES OF INCORPORATION to form a CORPORATION FOR PROFIT under the laws of the State of Florida.

ARTICLE I  
**NAME**

The name of the corporation shall be **SHOOTERS FILMGROUP, INC.** The company shall be free, in accordance with its business purposes, to seek trademarks, copyrights, or other proprietary registrations under the laws of the United States and of all other jurisdictions utilizing this name.

ARTICLE II  
**PRINCIPAL OFFICE**

The principal place of business and the mailing address of the corporation shall be:

17 South Magnolia Avenue  
Orlando, Florida 32801

**ARTICLE III**  
**CAPITAL STOCK**

The number of shares of stock that the corporation is authorized to have outstanding at any one time is one million ( 1,000,000) shares at an initial par value of \$5.00 per share.

**ARTICLE IV**  
**PREEMPTIVE RIGHTS**

The corporation elects to have preemptive rights and the shareholders of the corporation shall have a preemptive right, granted on uniform terms and conditions prescribed by the Board of Directors to provide a fair and reasonable opportunity to exercise the right, to acquire proportional amounts of any authorized shares of the corporation in excess of the original number of shares authorized herein, upon the decision of the Board of Directors to issue such excess shares.

**ARTICLE V**  
**INITIAL REGISTERED AGENT AND**  
**ADDRESS**

The name and address of the initial registered agent is:

William L. Whitacre, Esquire  
17 South Magnolia Avenue  
Orlando, Florida 32801

ARTICLE VI  
**TERM OF EXISTENCE**

This corporation shall have perpetual existence unless voluntarily dissolved according to law. It is the intent of the Incorporator that the corporation shall exist so long as any motion picture produced, owned, and controlled by the corporation has net income for the shareholders.

ARTICLE VII  
**INCORPORATOR**

The name and street address of the incorporator to these Articles of Incorporation is:

William L. Whitacre, Esquire  
17 South Magnolia Avenue  
Orlando, Florida 32801

ARTICLE VIII  
**OFFICERS**

The initial officers of the corporation shall be:

President and Secretary	William L. Whitacre
Vice President and Treasurer	Robert W. Fisher

## **ARTICLE IX**

### **DIRECTORS**

There shall be five (5) directors initially, who shall assume a position on the Board of Directors at the time of the initial organizational meeting of the corporation, and who shall serve for an initial term of one year, in accordance with the By Laws of the corporation adopted at the initial meeting, The number of directors may be changed from time to time in accordance with the By Laws adopted at the initial organizational meeting.

## **ARTICLE X**

### **PURPOSE**

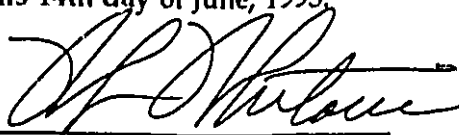
This corporation is formed is to conduct all lawful business authorized by the State of Florida and the laws of the United States, and of all jurisdictions throughout the world and the universe, for the purpose of the production, marketing, and distribution of a motion picture, and the maximum commercial exploitation of all rights therein.

## **ARTICLE XI**

### **MANAGEMENT**

The affairs of the corporation shall be managed by the Board of Directors in accordance with the By Laws and rules of procedure adopted at the initial organizational meeting of the Corporation.

The undersigned has executed these Articles of Incorporation of  
SHOOTERS FILMGROUP, INC. this 14th day of June, 1995.

A handwritten signature in dark ink, appearing to read 'W. L. Whitacre', written over a horizontal line.

William L. Whitacre  
Incorporator

## DESIGNATION AND ACCEPTANCE OF REGISTERED AGENT


Pursuant to the provisions of section 607.0501 Florida Statutes, the undersigned Corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered agent in the State of Florida.

1. The name of the Corporation is:

***SHOOTERS FILMGROUP, INC.***


2. The name and address of the registered agent and office is:

William L. Whitacre, Esquire  
17 South Magnolia Avenue  
Orlando, Florida 32801

  
William L. Whitacre  
INCORPORATOR  
June 14, 1995

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95 JUN 19 PM 4:43  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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.

  
William L. Whitacre  
REGISTERED AGENT  
June 14, 1995

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ENTERTAINMENT LAW OFFICES

*William L. Whitacre*

17 SOUTH MAGNOLIA AVENUE ORLANDO, FLORIDA USA 32801

TELEPHONE (407) 422-4469 FACSIMILE (407) 841-3941

FILED  
95 JUN 30 AM 9:50  
TALLAHASSEE FLORIDA

June 28, 1995

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-06/30/95--01066--009  
\*\*\*\*\*96.25 \*\*\*\*\*96.25

Secretary of State  
Division of Corporations  
Attn: Amendments  
P. O. Box 6327  
Tallahassee, FL 32314

Re: Articles of Amendment of *SHOOTERS FILMGROUP, INC.*

Enclosed please find an original and one copy of the Articles of Amendment for the above for profit corporation, and a check in the amount of \$96.26 for the filing fees, a certified copy of the articles, and a certificate of status.

Thank you for your assistance in filing same and returning a certified copy to:

William L. Whitacre  
17 South Magnolia Avenue  
Orlando, Florida 32801  
(407) 422-4469

Very truly yours



William L. Whitacre

WLW/ww

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ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION  
OF

**SHOOTERS FILMGROUP, INC.**

FILED  
95 JUN 30 AM 9:50  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

*Pursuant to the provisions of section 607.1006, Florida Statutes, this corporation adopts the following articles of amendment to its articles of incorporation:*

**FIRST:** Amendment adopted:

Article III, Capital Stock, is amended as follows:

ARTICLE III  
**CAPITAL STOCK**

The number of shares of stock that the corporation is authorized to have outstanding at any one time is five hundred thousand (500,000) shares of common stock at an initial par value of \$5.00 per share.

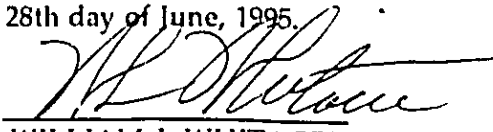
**SECOND:** The amendment was adopted by the Incorporator prior to the issue of any shares of the corporation to conform the number of shares authorized to the specifications of a proposed Form U-7 for a Small Corporate Offering (SCOR), which was developed pursuant to the Small Business Investment Incentive Act of 1980, the Federal requirements for which are now contained in Section 19 of the Securities Act of 1933. As provided for in the U-7 adopted by the corporation for all requisite compliance review prior to any such offering, 200,000 shares, comprising forty percent (40%) of the five hundred thousand shares of stock authorized to be outstanding, shall be held for initial issue to investors participating in a qualified Small Corporate Offering. The amendment does not provide for an exchange, reclassification or cancellation of any issued shares since no shares were issued prior to the adoption of these Amended Articles of Incorporation.

**THIRD:** The date of the amendment's adoption: June 20, 1995.

FOURTH: The amendment was adopted by the incorporator WILLIAM L. WHITACRE, without shareholder action and shareholder action was not required.

Signed this 28th day of June, 1995.

Signature:

A handwritten signature in cursive script, appearing to read 'W. L. Whitacre', written over a horizontal line.

WILLIAM L. WHITACRE  
Incorporator

P95000048146



UNIVERSAL STUDIOS FLORIDA  
1000 Universal Studios Plaza  
Building 22, Suite 255  
Orlando, Florida 32819-7610

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\*\*\*\*\*35.00 \*\*\*\*\*35.00

Office Use Only

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

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

- ☐ 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 checked="" 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

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
96 MAY 23 PM 1:23

TILL JUN 4 1996

## SHOOTERS FILMGROUP, INC.

All of the shareholders of this Corporation having consented to Dissolution of this Corporation, and having authorized the filing of Articles of Dissolution by the President, William L. Whitacre, said Articles of Dissolution are hereby filed.

### ARTICLES OF DISSOLUTION

#### NAME

The name of this corporation is SHOOTERS FILMGROUP, INC.

#### DATE OF FILING OF ARTICLES OF INCORPORATION

The Articles of Incorporation of this corporation were filed on June 19, 1995, and Articles of Amendment to the Articles of Incorporation were filed on June 30, 1995.

#### NO ASSETS OR LIABILITIES

Since the filing of the Articles of Amendment to the Articles of Incorporation, this corporation has determined that the principal business purpose for which it was created, i.e., the funding of motion pictures by a Form U-7, Small Corporate Offering (SCOR) is not feasible. No business was conducted by this corporation, no assets were acquired, and no liabilities exist.

#### APPROVAL OF DISSOLUTION BY SHAREHOLDERS

All of the shareholders of the corporation, representing all of the 500,000 authorized shares of the corporation, cast 500,000 votes in favor of dissolution of the corporation, effective the 1st day of December, 1995, and authorized the filing of these articles by the President, William L. Whitacre.



William L. Whitacre  
President

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
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