

P95000056964

\_\_\_\_\_  
(Requestor's Name)  
\_\_\_\_\_  
(Address)  
\_\_\_\_\_  
(City, State, Zip) (Phone #)

RECEIVED  
JUL 21 1995  
TALLAHASSEE, FLORIDA

OFFICE USE ONLY

**X-Caliber Pictures, Inc.**  
2975 Wilshire Blvd. Suite 508 Los Angeles, CA 90010  
(213) 739-5769

**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 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

SN  
7/24/95

TALLAHASSEE, FLORIDA

95 JUL 21 PM 1:10

FILED

Examiner's Initials

**ARTICLES OF INCORPORATION**

**FILED**

95 JUL 21 PM 1:10

*The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.*

**ARTICLE I NAME**

The name of the corporation shall be:

X-CALIBER PICTURES, INC.

**ARTICLE II PRINCIPAL OFFICE**

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

2975 WILSHIRE BLVD. SUITE 508  
LOS ANGELES, CA 90010

**ARTICLE III COMMENCEMENT OF EXISTENCE**

The existence of the corporation will commence at 8:00 A.M. on the date of filing of these Articles of Incorporation.

**ARTICLE IV PURPOSE**

The corporation is organized to engage in any activity or business permitted under the laws of the United States and Florida.

**ARTICLE V SHARES**

The number of shares of stock that this corporation is authorized to have outstanding at any one time is One thousand two hundred (1,200) shares of common stock having a par value of one dollar per share.

**ARTICLE VI INITIAL REGISTERED AGENT AND STREET ADDRESS**

The name and address of the initial registered agent is:

THOMAS C. GOOLSBY  
5912 THOMAS DR.  
PANAMA CITY, FL 32408

## ARTICLE VII INITIAL BOARD OF DIRECTORS

The corporation shall have three directors initially. The number of directors may be either increased or diminished from time to time, as provided in the bylaws, but shall never be less than one. The name and street address of the initial directors are:

<u>Name</u>	<u>Address</u>
Kyeong Pyo Hong	2975 Wilshire Blvd. Suite 508 Los Angeles, CA 90010
Ji H. Im	5240 Whitsett Ave. Apt. 10 Valley Village, CA 91607
William Garrard Whatley	2975 Wilshire Blvd. Suite 508 Los Angeles, CA 90010

## ARTICLE VIII INCORPORATOR

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

JI H. IM  
5240 WHITSETT AVE. APT. 10  
VALLEY VILLAGE, CA 91607

The undersigned incorporator has executed these Articles of Incorporation this \_\_\_\_ day of July, 1995.

  
\_\_\_\_\_  
Signature

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

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 or 617.0501,  
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.

1. The name of the corporation is:

X-CALIBER PICTURES, INC.

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

THOMAS C. GOOLSBY  
5912 THOMAS DR.  
PANAMA CITY, FL 32408  
(904) 233-5892

*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.*

Thomas C. Goolsby  
(Signature)

7/19/95  
(Date)

DIVISION OF CORPORATIONS, P. O. BOX 8327, TALLAHASSEE, FL 32314

TALLAHASSEE, FLORIDA

95 JUL 21 PM 1:10

FILED

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is missing  
will be filmed  
When received

8/01/95 CORPORATE DETAIL RECORD SCREEN  
NUM: P95000056965 ST:FL ACTIVE/FL PROFIT FLD: 07/24/1995  
NAME : SOUTH BEACH APPAREL, INC.  
PRINCIPAL: 6789 BROOKLINE DRIVE  
ADDRESS MIAMI, FL 33015  
RA NAME : SUAREZ, GUS  
RA ADDR : 2151 LE JEUNE ROAD  
MEZZANINE  
CORAL GABLES, FL 33134-4200 US  
ANN REP : \* NONE FILED \*

10:54 AM

1. MENU, 3. OFFICERS

ENTER SELECTION AND CR:

P95000056964

***X-Caliber Pictures, Inc.***

19611 SW 103 Ct. Miami, FL 33157 Phone (305) 253-8756

To Florida Secretary of State  
Division of Corporations  
ATTN: Amendments Section  
P O Box 6327  
Tallahassee, FL 32314

From X-Caliber Pictures, Inc.  
19611 SW 103 Ct  
Miami, FL 33157  
(305) 253-8756

Date: August 16, 1995

Re Request for Change of Address

X-Caliber Pictures, Inc. requests that the Amendments Section of the Division of Corporations please note the following change of Address of the Principal Office of the corporation, X-Caliber Pictures, Inc.:

X-Caliber Pictures, Inc.  
19611 SW 103 Ct.  
Miami, FL 33157  
(305) 253-8756

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If any additional information is needed, please contact us at our office number listed above.

Thank You.

8/24/95a