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January 24, 1996

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Secretary of State  
Division of Corporations  
Post Office Box 6327  
The Capitol Building  
Tallahassee, Florida 32301

RE: Marlene S. Forand, Inc.  
ARTICLES OF INCORPORATION

Dear Sir:

Please file the enclosed Articles of Incorporation for the above corporation. Enclosed is my check in the amount of \$165.00 to cover the following:

Minimum Charter Tax  
Filing Fee  
Certified Copy  
Registered Agent Fee

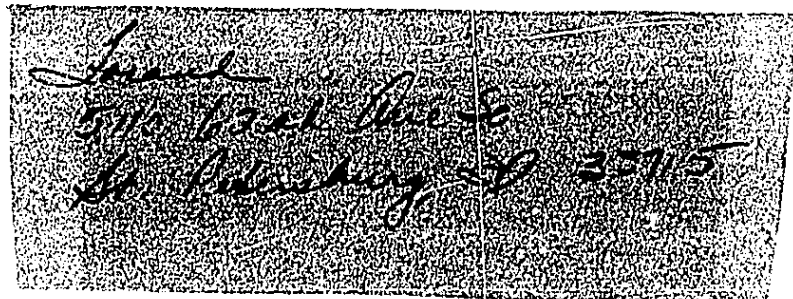
Thank you for your attention in this matter.

Very truly yours,

*Marlene S. Forand*  
Marlene S. Forand

FILED  
96 JAN 26 AM 9:38  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Enclosures



*Dmc*  
*1-30-96*

**FILED**

**ARTICLES OF INCORPORATION  
OF  
MARLENE S. FORAND, INC.**

**96 JAN 26 AM 9:38**

**SECRETARY OF STATE  
TALLAHASSEE, FLORIDA**

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, does hereby adopt the following Articles of Incorporation:

**ARTICLE I  
NAME**

The name of the Corporation is MARLENE S. FORAND, INC.

**ARTICLE II  
DURATION**

The duration of this Corporation is perpetual.

**ARTICLE III  
PURPOSES**

The general purposes for which the corporation is organized are:

1. To perform Production, wardrobe and other television related work and any other similar related activities with any and all the usual and necessary services or endeavors involved therewith and to do each and every thing that is necessary to accomplish the purpose of this paragraph.

2. To transact any other lawful business for which corporations may be incorporated under the Florida General Corporations Act.

3. To do such other things as are incidental to the foregoing or necessary or desirable in order to accomplish the

foregoing.

ARTICLE IV  
STOCK

The aggregate number of shares which the corporation is authorized to issue is Fifty (50) shares. Such shares shall be of a single class and have no par value.

ARTICLE V  
INITIAL PRINCIPAL OFFICE

The street address of the initial principal office of the corporation is 5110 - 62nd Avenue South, St. Petersburg, Pinellas County, Florida 33715.

ARTICLE VI  
BOARD OF DIRECTORS

The number of directors of the initial board of directors of the corporation is one (1). The name and address of the initial director is:

Marlene S. Forand  
5110 - 62nd Avenue South  
St. Petersburg, FL. 33715

ARTICLE VII  
INITIAL OFFICER

The initial officer of the corporation is as follows:

Marlene S. Forand  
5110 - 62nd Avenue South  
St. Petersburg, FL. 33715

ARTICLE VIII  
INITIAL INCORPORATOR

The initial incorporator of the corporation is as follows:

Marlene S. Forand  
5110 - 62nd Avenue South  
St. Petersburg, FL. 33715

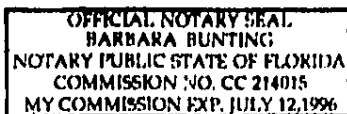
EXECUTED by the undersigned at Tampa, Hillsborough County,  
Florida, this 21<sup>st</sup> day of January, 1996.

Marlene S. Forand  
MARLENE S. FORAND  
Incorporator

STATE OF FLORIDA  
COUNTY OF HILLSBOROUGH

BEFORE ME the undersigned authority, personally appeared  
MARLENE S. FORAND, and upon being first duly sworn, deposes and  
says that she is the incorporator of the above corporation and  
the facts contained therein are true and correct to the best of  
her information, knowledge and belief.

Sworn to and Subscribed before me day and year last written  
above.



Barbara Bunting  
Barbara Bunting  
NOTARY PUBLIC

DESIGNATION OF RESIDENT AGENT

The above corporation hereby designates MARLENE S. FORAND,  
5110 - 62nd Avenue South, St. Petersburg, FL. 33715, as the  
resident agent for service of process for MARLENE S. FORAND, INC.  
under the laws of the State of Florida.

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ACCEPTANCE AS RESIDENT AGENT 96 JAN 26 AM 9:38

THE UNDERSIGNED, heroby accepts the designation as Resident  
Agent for service of process for MARLENE S. FORAND, INC., under  
the laws of the State of Florida.

  
MARLENE S. FORAND