# P960000 10757

FILINGS, INC. TERESA R	OMAN	
(Requestor's Name)		-02/05/9611011
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CR2F031(10/92)

Examiner's Initials

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### ARTICLES OF INCORPORATION

96 FEB -2 PH 4 07

ARTICLE I - NAME

SECRETARY OF STATE TALLAHASSEE, FLORIDA

The name of this corporation is Key Lime Film Co.

ARTICLE II - PRINCIPAL OFFICE

The mailing address of this corporation shall be: P.O. Box 143913 Coral Gables, Florida 33114

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business.

### ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 1,000 shares of \$1.00 par value common stock which shall be designated as "Common Shares".

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 3732 N.W. 16th Street, Fort Lauderdale, Florida 33311 and the name of the initial registered agent of this corporation at that address is Filings, Inc., a Florida corporation.

### ARTICLE VI - INITIAL BOARD OF DIRECTORS

The Corporation shall initially have one (1) director to hold office until the first annual meeting of stockholders and his successor shall have been duly elected and qualified, or until his earlier resignation, removal from office or death. The number of Directors may be either increased or decreased from time to time in accordance with the By-laws of the Corporation. The name and address of the initial Director is:

Richard A. Seres 2986 Coconut Avenue, Coconut Grove, Florida 33133

### ARTICLE VII - INCORPORATOR

The name and address of the Incorporator signing these Articles is:

Filings, Inc., a Florida Corporation 3732 N.W. 16th Street Fort Lauderdale, Florida 33311

### ARTICLE VIII - IRC STOCK PROVISION

The stock of this corporation is intended to qualify under the requirements of Section 1244 of the Internal Revenue Code and the regulations thereunder. such actions are as necessary will be taken by the appropriate officers to accomplish this compliance.

### ARTICLE IX - INDEMNIFICATION

The corporation shall indemnify any Officer or Director, or any former Officer or Director, to the full extent permitted by law.

### ARTICLE X - AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation on the date of signing.

Dated: February 2, 1996

Filings, Inc. by Teresa Roman, Vice-President

Incorporator

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96 FEB -2 PH 4: 07

Certificate designating place of business or domiciant for the service of process within Florida, process within Florida, TALLAMASSEDATIONIDA upon whom process may be served.

In compliance with Section 607.0501, Florida Statutes, the following is submitted:

First that Key Lime Film Co. , desiring to organize or qualify under the laws of the State of Florida, has named Filings, Inc., a Florida corporation, located at 3732 N.W. 16th Street, Fort Lauderdale, Florida, as its agent to accept service of process within Florida.

Dated: February 2, 1996

Teresa Roman, Incorporator

Having been named to accept service of process for the above stated Corporation, at the place designated in this certificate, I hereby agree to act in this capacity. I further agree to comply with the provisions of all Statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Dated: February 2, 1996

Filings, Inc. by Teresa Roman, Vice-President

Susa Roman

## P960000 10757

FILINGS, INC. TERESA ROMAN

CR2E031(10/92)

(Requestor's Name)

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(Address)	2200 (004) 205 4725	
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OTHER FILINGS	REGISTRATION/ QUALIFICATION	9/11
Annual Report	Foreign	2:00
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	Trademark	
	Other	Examiner's Initials
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September 8, 1997

Florida Department of State, Division of Corporations 409 East Gaines Street Tallahassee, FL 32399

RE: AMENDMENT TO ARTICLES OF INCORPORATION - KEY LIME FILM CO.

Dear Sir / Madam:

Enclosed please find an amendment to the articles of incorporation for the above referenced corporation changing the name from Key Lime Film Co. to Film Florida Publishing Co.

Enclosed please find our trust account check no 1097 for \$35.00 to cover the cost of this service.

Please confirm the recording of this amendment by return mail. Thank you for your attention to this matter. If you have any questions do not hesitate to contact me.

Very truly yours,

BRUCEG KASSMAN PA

Bruce Kassman

BK:kg

Enclosures

## ARTICLES OF AMENDMENT ARTICLES OF INCORPORATION KEY LIME FILM CO.

FILED 97 SEP 10 PH 4: 15 TALLAHASSEE, FLORIDA

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

FIRST: Amendments adopted: "Article I - Name" is hereby amended to change the name of the corporation from Key Lime Film Company to Film Florida Publishing Co. and to read as follows:

The name of this corporation is Film Florida Publishing Co.

SECOND: The amendment was adopted on the 4 day of august. 1997.

THRD: Adoption of the Amendments: The amendment was approved by the shareholders. The number of votes cast for the amendment was sufficient for approval.