

96000015094

Requestor's Name

InterOffice

ARLIER ENTERTAINMENT
LAKESIDE PLAZA, SUITE 8000
6301 N.W. 5TH AVE.
FT. LAUDERDALE, FL 33307

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-02/01/96--01026--019
****122.50 ****122.50

Office Use Only

(if known):

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

Examiner's Initials



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

February 5, 1996

ARCHER ENTERTAINMENT
LAKESIDE PLAZA STE 3000
6301 NW FIFTH WAY
FORT LAUDERDALE, FL 33304

SUBJECT: ARCHER ENTERTAINMENT, LIMITED
Ref. Number: W96000002681

We have received your document for ARCHER ENTERTAINMENT, LIMITED and check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The use of LIMITED or LTD. is not sufficient as a corporate suffix. The name must include a word such as INCORPORATED, INC., CORPORATION, CORP., COMPANY, or CO.

The registered agent and registered office listed in your articles of incorporation must be consistent throughout the document.

According to section 607.0202(1)(b) or 617.0202(1)(b), Florida Statutes, you must list the corporation's principal office, and if different, a mailing address in the document. If the principal address and the registered office address are the same, please indicate so in your document.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6878.

Terri Buckley
Corporate Specialist

Letter Number: 396A00004949

ARTICLES OF INCORPORATION

OF

ARCHER ENTERTAINMENT CORPORATION.

WE, the undersigned, desiring to organize a corporation for the purposes hereinafter stated, pursuant to the laws of the State of Florida, do hereby adopt the following Articles of Incorporation :

ARTICLE ONE

NAME

The name of this corporation shall be :

ARCHER ENTERTAINMENT CORPORATION

ARTICLE TWO

EXISTENCE

The corporation shall have perpetual existence.

ARTICLE THREE

PURPOSE

The general purposes for which the corporation is organized shall be :

(a) To develop, produce and distribute entertainment productions, including but not limited to ; television programs, feature films, computer programs, video cassettes, videodisks, compact disks, laser disks, and all forms of media technology now known, or to be invented.

FILED
JAN 14 1984
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

(b) To transact any other lawful business for which corporations may be incorporated under the Florida General Corporations Act or engage in any other trade or business, which can, in the opinion of the Board of Directors of the corporation, be advantageously conducted in connection with or auxiliary to the foregoing.

(c) To buy, sell, deal in and exchange shares of its own capital stock, and to engage in related business enterprises, as deemed desirable by the Board of Directors.

ARTICLE FOUR

STOCK

The aggregate number of shares which the corporation is authorized to issue is TEN MILLION SHARES (10,000,000). Such shares shall be of a single class and be of ONE CENT (\$ 0.01) par value of each.

ARTICLE FIVE

CAPITAL

The amount of capital with which this corporation will begin business shall not be less than TEN THOUSAND DOLLARS (\$10,000.00).

ARTICLE SIX

REGISTERED OFFICE AND REGISTERED AGENT

Principle
The Registered Office of this corporation shall be Lakeside Plaza, Suite 5000, 6301 North West Fifth Way, Ft. Lauderdale, Florida, 33309, with branches or offices in such cities, towns, states or countries as may be from time to time authorized by its Board of Directors. The name of the Registered Agent at said office shall be Peter N. Archer.

ARTICLE SEVEN

DIRECTORS AND OFFICERS

The number of directors shall be not less than two (2). The names and post office addresses of the initial officers and Board of Directors, who, subject to the provisions of these Articles of Incorporation, by the By-Laws of this corporation and by the Laws of the State of Florida, shall hold office for the first year of the corporation's existence, or until their successors are elected and have qualified, are :

DIRECTORS :

POST OFFICE ADDRESS :

Peter N. Archer

2525 S.E. 7th Drive
Pompano Beach, Florida 33062

Stephanie J. Sladon

345 Ocean Drive # 614
Miami Beach, Florida 33139

Officers of said corporation shall be as follows :

OFFICERS :

POST OFFICE ADDRESS :

Peter N. Archer
President

2525 S.E. 7th Drive
Pompano Beach, Florida 33062

Stephanie J. Sladon
Secretary/Treasurer

345 Ocean Drive # 614
Miami Beach, Florida 33139

ARTICLE EIGHT

SUBSCRIBERS

The name and post office address of each Subscriber of the Articles of Incorporation and a statement of the number of shares issued is as follows ;

<u>Name</u>	<u>Post Office Address</u>	<u>Shares</u>
Peter Archer	2525 S.E. 7th Drive Pompano Beach, Florida 33062	250,000
Stephanie Sladon	345 Ocean Drive # 614 Miami Beach, Florida 33139	250,000
Shirley Brand	5467 Laurel Oaks Street Delray Beach, Florida 33484	250,000

ARTICLE NINE

REPLACEMENT OF LOST STOCK CERTIFICATES

Should any stockholder lose, destroy or have stolen any stock certificate, the Secretary of the Corporation is empowered to issue stock certificates to replace such lost, destroyed or stolen stock certificates upon receipt of a written notice from the stockholder to stop transfer of the lost, destroyed or stolen certificates, together with an Affidavit of the stockholder which shall describe the missing certificates, as well as reciting that the stockholder is entitled to the full and exclusive possession of the said certificates, and is willing to indemnify the corporation for any loss it may sustain by issuing duplicate certificate(s) for those alleged to be missing.

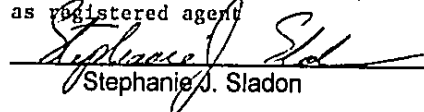
If the Secretary of the Corporation ascertains that the aforesaid notice to stop transfer and stockholder's Affidavit are in order and meet the forgoing requirements, then, he shall cause said notice and Affidavit to be attached to the certificate stub in the corporate stock certificate book, and have said stub stamped "CANCELED" after which he shall cause a duplicate certificate to be issued which shall be plainly marked on its face "DUPLICATE CERTIFICATE ISSUED DUE TO LOSS", (or destruction, or theft, as the case may be).

If the Secretary fully complies with these provisions, the corporation shall indemnify him for any loss he may sustain by issuing said duplicate certificates. It shall not be necessary for either the stockholder or the corporation post bond or other security, or to seek the aid of any court in order to have such missing certificates replaced.

IN WITNESS WHEREOF, the undersigned, have made, subscribed and acknowledged these articles of Incorporation, this 1st day of December, 1995.



Peter N. Archer
as incorporator and accepting designation
as registered agent


Stephanie J. Sladon

STATE OF FLORIDA)
COUNTY OF BROWARD)

SS

FILED IN
NOTARY PUBLIC
STATE OF FLORIDA
12-13-95

I HEREBY CERTIFY that on this day personally came and appeared before me, PETER N. ARCHER and STEPHANIE J. SLADON, known to me, or whom did produce a valid Florida Driver's license as identification, and proof to be the persons of the names described in and who acknowledged to me that they executed the foregoing "ARTICLES OF INCORPORATION" as their free and voluntary act and deed for the uses and purposes therein set forth and expressed.

IN TESTIMONY WHEREOF, I hereunto set my hand and affixed my Official Seal on this, the 13 th day of December. 1995.

Nancy Labrada 12-13-95
NOTARY PUBLIC
State of Florida At Large



My Commission Expires :