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April 22, 1996

Secretary of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32301

000001802050  
-04/30/96--01116--003  
\*\*\*\*122.50 \*\*\*\*122.50

Re: Delmar Industries, Inc.  
Our File No.: 96-136

Dear Sir:

Enclosed for filing please find original and one copy of Articles of Incorporation regarding Delmar Industries, Inc.. Also enclosed is our firm's check in the amount of \$122.50 for your filing fee.

Thank you for your attention to this matter.

Yours very truly,

  
C. David Tangora

CDT:bl  
Enclosures  
cc: Mr. Glenn Barry Fink

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
96 APR 29 AM 10:30

8N (MAY 1-3 1996

**ARTICLES OF INCORPORATION  
OF  
DELMAR INDUSTRIES, INC.**

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
96 APR 29 AM 10:30

The undersigned, acting as incorporator of a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation:

**ARTICLE I  
CORPORATE NAME**

The name of the corporation shall be DELMAR INDUSTRIES, INC., and the corporation's principal address shall be 703 Southwest 79th Terrace, North Lauderdale, Florida 33068.

**ARTICLE II  
TERM OF EXISTENCE**

This corporation shall have perpetual existence commencing upon the filing of these Articles of Incorporation.

**ARTICLE III  
NATURE OF BUSINESS AND POWERS**

The purposes for which the corporation is organized are to engage in the business of writing, developing, producing and creating artistic works on video and audio, educational works on video and audio, and overall educational programs in all mediums and the sale and/or marketing of same; and the general nature of the business to be transacted by this corporation is to engage in any and all business permitted under the laws of the United States of America and the State of Florida.

**ARTICLE IV  
CAPITAL STOCK**

The corporation shall have the authority to issue 1000 shares, all of one class of capital stock, with a par value of \$1.00 par share.

**ARTICLE V  
REGISTERED AGENT AND INITIAL OFFICE**

The address of the corporation's initial registered office is 703 Southwest 79th Terrace, North Lauderdale, Florida 33068, and the name of the initial registered agent at said address is Jerome Fink.

**ARTICLE VI  
BOARD OF DIRECTORS AND INITIAL DIRECTORS**

This corporation shall have one director initially. The number of directors may be increased or diminished from time to time by by-laws adopted by the stockholders, but shall never be less than one. The number of directors constituting its initial Board of Directors is one, whose name and address is:

Glenn Barry Fink  
2810 Riverside Drive  
Apt. 107-C  
Coral Springs, Florida 33065

**ARTICLE VII  
INCORPORATOR**

The name and address of the incorporator is Glenn Barry Fink, 2810 Riverside Drive, Apt. 107-C, Coral Springs, Florida 33065.

**ARTICLE VIII  
AMENDMENT**

These Articles of Incorporation may be amended in the manner provided by law. The shareholders shall have the power to adopt, amend, alter, change or repeal the Articles of Incorporation when proposed and approved at a stockholders meeting, with not less than a majority vote of the common stock.

**ARTICLE IX  
PREEMPTIVE RIGHTS**

The holders of the common stock of this corporation shall have the preemptive right to purchase, at prices, terms, and conditions that shall be fixed by the Board of Directors, such of the shares of stock of this corporation as may be issued for money (money or any property or services) from time to time, in addition to the stock authorized by the corporation. The preemptive right of any holder is determined by the ratio of the authorized shares of common stock held by the holder to all shares of common stock currently authorized.

**ARTICLE X  
EFFECTIVE DATE**

Pursuant to Florida Statute Section 607.0203(1) (1995), the effective date of the commencement of corporate existence is when these Articles of Incorporation are filed with the Florida Department of State.

IN WITNESS WHEREOF, the undersigned, for the purpose of forming a corporation to do business both within and without the State of Florida, under the laws of Florida, does make and file this Certificate, hereby declaring and certifying that the facts herein stated are true, and does agree to take the number of shares hereinabove set forth, and hereunto sets his hand and seal this 27th day of April, 1996.

Glenn Barry Fink  
Glenn Barry Fink  
Incorporator

STATE OF FLORIDA

SS:

COUNTY OF BROWARD

BEFORE ME, the undersigned authority, duly authorized to take acknowledgements and administer oaths, personally appeared Glenn Barry Fink, party to the foregoing Articles of Incorporation, and I have first made known to him the contents of said Articles, he did acknowledge that he signed, sealed and delivered the same as his voluntary act and deed, and deposed that the facts therein stated were truly set forth.

WITNESS my hand and official seal this 27th day of April, 1996.

Becci Leri

Notary Public

Affiant is:

Personally Known: ✓

Produced Identification:         

Type of I.D. Produced:         

My Commission Expires:



BECCI LERI  
My Comm Exp. 10-28-97  
Bonded By Service Ins  
No. CC326803

☐ Personally Known    ☐ Other I.D.

**CERTIFICATE DESIGNATING REGISTERED OFFICE  
FOR THE SERVICE OF PROCESS WITHIN THIS STATE,  
NAMING REGISTERED AGENT UPON WHOM PROCESS MAY BE SERVED**

In pursuance to Chapter 48.091, Florida Statutes (1995), the following is submitted, in compliance with said Act:

First - that DELMAR INDUSTRIES, INC., desiring to organize under the laws of the State of Florida with its registered office, as indicated in the Articles of Incorporation at the City of North Lauderdale, County of Broward, State of Florida, has named JEROME FINK, located at 703 Southwest 79th Terrace, North Lauderdale, Florida 33068, as its agent to accept service of process within this State.

ACKNOWLEDGMENT: (MUST BE SIGNED BY DESIGNATED AGENT)

Having been named to accept service of process for the above-stated corporation, at that place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.

  
\_\_\_\_\_  
JEROME FINK  
Registered Agent

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
96 APR 29 AM 10:30