960000,45281 W. Montre Str. Address 15.000.00.04.524.2255.5 -05/29/96--01059--017 -+++#122.50 6-6 32301 90-12223 730 Phone # Office Use Only CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known): mation of Grapies, INC. (Corporation Name) (Document #) (Corporation Name) (Document #) (Corporation Name) (Document #) Pick up time Certified Copy Will wait Photocopy Certificate of Status AMENDMENTS NEW FILINGS Profit Amendment NonProfit Resignation of R.A., Officer/Director Limited Liability Change of Registered Agent Domestication Dissolution/Withdrawal Other Merger OTHER FILINGS REGISTRATION/ **QUALIFICATION** Annual Report Foreign Fictitious Name Limited Partnership Name Reservation Reinstatement Trademark Other Examiner's Initials

CR2E031(1/95)

ARTICLES OF INCORPORATION OF

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CREATIVE ANIMATION & GRAPHICS,

...

INC: 15 TOF STATE

The undersigned hereby makes, subscribes, acknowledges, and files this certificate for the purpose of becoming a corporation for profit under the laws of the State of Florida:

ARTICLE I

Name

The name of this Corporation shall be CREATIVE ANIMATION & GRAPHICS, INC.

ARTICLE II

Purpose

This Corporation shall be organized for the purpose of engaging in any business which is lawful under the laws of the State of Florida.

ARTICLE III

<u>Agent</u>

The registered agent of this Corporation shall be Sonya K. Daws. The address of the registered agent shall be 318 North Monroe Street, Tallahassee, Florida 32301.

ARTICLE IV

Existence

This Corporation shall have perpetual existence.

ARTICLE V

Address

The initial street address of the principal office of this Corporation shall be 1935 Buckwood Drive, Tallahassee, Florida 32311.

ARTICLE VI

Capital Stock

The authorized capital stock of this Corporation shall consist of 100,000 shares of voting common stock having a par value of ten cents (\$0.10) each.

ARTICLE VII

Preemptive Rights, Cumulative Voting

Holders of the capital stock of the Corporation shall have the preemptive right to purchase any new shares of stock or securities, or rights to acquire stock or securities of the Corporation. Cumulative voting shall not be allowed in the election of its directors or for any other purposes.

ARTICLE VIII

Directors

This Corporation shall have no less than one director (1) nor more than seven (7). The Board of Directors of the Corporation shall consist of all of the stockholders (or, if any stockholder is a corporation or other entity, such shareholder's duly authorized representative). The initial director of the Company shall be as follows:

Name

Address

Stephen C. Daws

2129 Olivia Drive Tallahassee, Florida 32308 Miriam S. Wilkinson

1935 Buckwood Drive Tallahassee, Florida 32311

Sonya K. Daws

2129 Olivia Drive Tallahassee, Florida 32308

ARTICLE IX

Incorporator

The name and address of the Incorporator is: Stephen C. Daws, 2129 Olivia Drive, Tallahassee, Florida 32308.

ARTICLE X

Officers

The officers of the Corporation shall be a president, vice president and a treasurer, and such other officers or agents as may be appointed by the Board of Directors. All officers, agents or employees as may be necessary shall be chosen in such a manner, for such time, and have such duties as may be described by the By-Laws or determined by the Board of Directors. The names of the initial officers are as follows:

Office Name

President Stephen C. Daws

Vice President Miriam S. Wilkinson

Secretary, and
Treasurer Sonya K. Daws

ARTICLE XI

Indemnification

The Corporation shall indemnify any person who was or is a party, or is threatened to be made a party, to any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative, or investigative, by reason of the fact that he is or was a director, officer, employee, or agent of the Corporation, or is, or was serving at the request of the Corporation as a director, officer, employee, or agent of another corporation, partnership, joint venture, trust, or other enterprise, against expenses (including attorneys' fees, judgments, fines and amounts paid in settlement) actually and reasonably incurred by him in connection with such action, suit or proceeding, including appeals, to the full extent permitted under Chapter 607, Florida Statutes, or its successor statute.

Indemnification as provided hereunder shall continue as to a person who has ceased to be a director, officer, employee, or agent and shall inure to the benefit of his heirs, executors, administrators and assigns.

IN WITNESS WHEREOF, I, the undersigned Incorporator, hereby set my hand and seal this 2 day of May, 1996, for the purpose of forming this Corporation under the laws of the State of Florida, and I hereby make and file in the Office of the Secretary of the State in the State of Florida the Certificates of Incorporation and certify that the facts herein stated are true.

STEPHEN C. DAWS. Incorporator

BEFORE ME, the undersigned officer, duly authorized to take acknowledgments and administer oaths, personally appeared STEPHEN C. DAWS, and being first duly sworn and upon his oath, stated that he signed the above Articles of Incorporation for the conditions and purposes therein expressed this day of MAY, 1996.

NOTARY PUBLIC - STATE OF FLORIDA

PRINTED NAME OF NOTARY; COMMISSION NUMBER AND EXPIRATION OF COMMISSION

Personally known to me or produced the following identification:

CERTIFICATE OF DESIGNATION REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.0501, 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: CREATIVE ANIMATION &
GRAPHICS, INC.
2. The name and address of the registered agent and office is:
Sonya K. Daws, Esquire
(NAME)
318 North Monroe Street
(P.O. BOX NOT ACCEPTABLE)
Tallahassee, Florida 32301
(CITY/STATE/ZIP)
SIGNATURE SECULO C. Dave TITLE Incorporator DATE \$29/96
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.

> SIGNATURE DATE_ REGISTERED AGENT FILING FEE: HAY 29 AH ID FILE 258