

**LAW OFFICES OF
MELISSA M. TRIMBLE, P.A.**

56 East Pine Street, Suite 300
Orlando, Florida 32801

Phone: (407) 423-9009
Fax: (407) 246-0549

Post Office Box 3533
Clearwater, Florida 34630-8533

Please Reply to : Clearwater

P9600087470

Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

800001388793--0
-10/30/96--01014--013
****122.50 ****122.50

RE: Clark-Freda Productions International, Inc.

Dear Sir/Madam:

Enclosed for filing please find Articles of Incorporation and
Certificate of Designation of Registered Agent along with a check
in the amount of \$122.50.

Sincerely,

Melissa M. Trimble
MMT/mms
enclosures

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

96 OCT 23 PM 2:04

FILED

10/23
407-21903
-21581
called 14 - Jeff mms
called 15 - Jeff mms



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

October 22, 1996

MELISSA M TRIMBLE, LAW OFFICE
56 EAST PINE STREET
SUITE 300
ORLANDO, FL 32801

SUBJECT: CLARK-FREDA PRODUCTIONS INTERNATIONAL, INC.
Ref. Number: W96000021703

We have received your document for CLARK-FREDA PRODUCTIONS INTERNATIONAL, INC.. However, upon receipt of your document no check was enclosed. Please send a check or money order payable to the Department of State for \$122.50. Your document will be retained in our pending file. Please return a copy of this letter to ensure that your check is properly credited.

We regret that we were unable to contact you by phone. Please return the corrected document with a letter providing us with a telephone number where you can be reached during working hours.

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) 487-6934.

Loria Poole
Corporate Specialist

Letter Number: 196A00046612

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

ARTICLES OF INCORPORATION
OF
CLARK-FREDA PRODUCTIONS INTERNATIONAL, INC.

The undersigned, acting as Incorporator of a corporation under the Florida General Corporation Act, adopt the following Articles of Incorporation for such corporation:

ARTICLE I - NAME

The name of this corporation is CLARK-FREDA PRODUCTIONS INTERNATIONAL, INC..

ARTICLE II - DURATION

This corporation shall have perpetual existence commencing on the date of the filing of these Articles with the Department of State.

ARTICLE III - PURPOSE

This corporation is organized for the purpose of transacting any or all lawful business and engaging in any activities or business for which corporations may be incorporated under Chapter 607, Florida Statutes as now exists or may hereafter be amended.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue one thousand (1,000) shares of common stock at one dollar (\$1.00) par value per share.

ARTICLE V - PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this corporation, shall have the right to purchase his pro-rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The initial street address of the principal office of the corporation is 2031 Ipsden Drive, Orlando, Florida 32837. The name of the initial registered agent of this corporation at that address is Cindy Clark at 2031 Ipsden Drive, Orlando, Florida 32837.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation initially shall have three (3) directors constituting the initial Board of Directors. The number of directors may be either increased or decreased from time to time by

amendment of the bylaws for the corporation; however, there shall never be less than one (1) director.

The name and address of the initial Board of Directors of the corporation are:

Cindy Clark
2031 Ipsden Drive
Orlando, Florida 32837

Jon Freda
759 Gretna Ct.
Winter Springs, FL 32708

Jose' Carillo
c/o Cindy Clark
2031 Ipsden Drive
Orlando, Florida 32837

ARTICLE VIII - INCORPORATORS

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

Cindy Clark
2031 Ipsden Drive
Orlando, Florida 32837

Jon Freda
759 Gretna Ct.
Winter Springs, FL 32708

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 by a majority vote of the shareholders, if shares have been issued; and if not, then by a majority of the directors. 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 7 day of October, 1996.



Cindy Clark

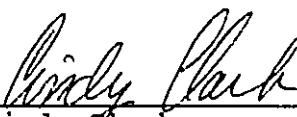
CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of sections 607.0501 or 617.0501, 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 corporations is: CLARK-FREDA PRODUCTIONS INTERNATIONAL, INC..

2. The name and address of the registered agent and office is: Cindy Clark at 2031 Ipsden Drive, Orlando, Florida 32837.

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.


Cindy Clark

DATED:

Oct 7, 96

STATE OF FLORIDA
COUNTY OF ORANGE

Sworn to and subscribed before me this 7th day of October,
1996, by Cindy Clark.

Angela D. Robinson
Notary Public - State of Florida



Personally Known OR Produced Identification
Type of Identification Produced FL. DL. C462112477620 Exp 7/12/97

Jon Freda
Jon Freda

STATE OF FLORIDA
COUNTY OF ORANGE

Sworn to and subscribed before me this 7th day of October,
1996, by Jon Freda.

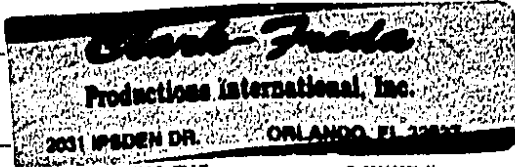
Angela D. Robinson
Notary Public - State of Florida



Personally Known OR Produced Identification
Type of Identification Produced FL. DL. F 630437503080 8/28/02

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

P96 0000 87470



Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. _____
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

- ☐ Walk in ☐ Pick up time _____
- ☐ Mail out ☐ Will wait ☐ Photocopy

- ☐ Certified Copy
- ☐ Certificate of Status

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97 JAN 13 AM 11:20
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

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-01/13/97--01067--016
*****35.00 *****35.00

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

Clark-Fruda

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF**

CLARK-FREDA Productions International, Inc.
(present name)

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: Amendment(s) adopted: (indicate article number(s) being amended, added or deleted)

Delete: CLARK-Freda Prod. International, Inc.

Add New Name: CLARK Films International,
INC.

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

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97 JAN 13 AM 11:20
TALLAHASSEE, FLORIDA

THIRD: The date of each amendment's adoption: 1-10-97

FOURTH: Adoption of Amendment(s) (CHECK ONE)

- ☐ The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.
- ☐ The amendment(s) was/were approved by the shareholders through voting groups.
The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):

"The number of votes cast for the amendment(s) was/were sufficient for approval by _____."
voting group

- ☐ The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
- ☒ The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this 10 day of January, 1997.

Signature *Cynthia L. Clark*
(By the Chairman or Vice Chairman of the Board of Directors, President, or other officer if adopted by the shareholders)

OR

(By a director if adopted by the directors)

OR

(By an incorporator if adopted by the incorporators)

(Typed or printed name)

Incorporator

Title