

P96000093140

TRANSMITTAL LETTER

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

Subject: Prowl Productions, Inc.

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FBI

Enclosed is an original and one(1) copy of the articles of incorporation and a check for:

☐ \$70.00
Filing Fee

☐ \$78.75
Filing Fee
& Certificate

☐ \$122.50
Filing Fee
& Certified Copy

☒ \$131.25
Filing Fee,
Certified Copy
& Certificate

Additional Copy Required

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FROM:

Mr. Kendrick Bailey
7 West 18th Street
Jacksonville, FL 32206
904-745-3546 Daytime

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CLERK OF DISTRICT COURT
JACKSONVILLE, FLORIDA

ARTICLES OF INCORPORATION

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I: NAME

The name of the corporation is **Prowl Productions, Inc.**("The Corporation").

ARTICLE II: PRINCIPAL OFFICE

The mailing address of the initial principal office of the Corporation is as follows:

c/o Prowl Productions, Inc.
7 West 18th Street
Jacksonville, FL 32206

ARTICLE III: SHARES

The Corporation shall have the authority, exercised by it's Board Of Directors, to issue up to 10,000 Shares of Common Stock, \$.01 par value per share.

ARTICLE IV: INITIAL REGISTERED AGENT AND STREET ADDRESS

The street address and county of the initial registered office of the Corporation shall be at 7 West 18th Street, Jacksonville, FL 32206, Duval County. The initial registered agent of the Corporation at such address shall be:

Mr. Kendrick Bailey

ARTICLE V: INCORPORATORS

The initial Board of Directors shall consist of two (3) members whose names are as follows:

Kendrick Bailey, President/CEO
7 West 18th Street, Jacksonville, FL 32206

Timothy D. Parker, Vice President
5959 Ft. Caroline Rd, #314, Jacksonville, FL 32277

Darren Johnson, Chief Operations Officers
1537 East 20TH Street, Jacksonville, FL 32206

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ARTICLE VI: ELIMINATION OF LIABILITY

If at any time the Corporation Code shall have been amended to authorize the further elimination or limitation of the liability of a director, then the liability of each director of the Corporation shall be eliminated or limited to the fullest extent permitted by such code, as so amended, without further action by it's shareholders, unless the provisions of the Corporation Code, as amended, require further action by the shareholders.

Any repeal or modification of the foregoing provisions of this Article Six shall not adversely affect the elimination or limitation of liability or alleged liability pursuant hereto of any director of the Corporation for or with respect to any acts or omissions of such director prior to such repeal or modification.

No Director of the Corporation shall be personally liable to the Corporation or it's shareholders for monetary damages for breach of the duty of care or other as a director, except that such liability shall not be eliminated for:

- (i) any appropriation, in violation of the director's duties, of any business opportunity of the Corporation;
- (ii) acts or omissions which involve intentional misconduct or a knowing violation of law;
- (iii) liability under Section 602.0202 (or any successor or redesignation thereof) of the Corporation Code; an
- (iv) any transaction from which the director derived an improper personal benefit

The undersigned incorporator(s) has(have) executed these Articles of Incorporation this 04 day of NOVEMBER, 1996.


Signature


Signature


Signature

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**CERTIFICATE OF DESIGNATION OF
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/AGENT, IN THE STATE OF
FLORIDA.

1. The name of the corporation is: Prowl Productions, Inc.
2. The name and address of the registered agent and office is:

**Mr. Kendrick Palley
7 West 18th Street
Jacksonville, FL 32206**

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.

Kendrick Palley
(Signature)

Nov 6 1996
(Date)

DIVISION OF CORPORATIONS, P.O. BOX 6327, TALLAHASSEE, FL 32314