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January 10, 1997

Corporate Records Bureau Division of Corporations Department of State P.O. Box 6427 Tallahassee, FL 32301

100002059401--5 -01/15/97--01089--009 ****122.50 ****122.50

In re:

Triton, Pictures in Motion, Inc.

Dear Sir/Madam:

Enclosed please find an original and one (1) copy each of the Articles of Corporation for the above-referenced corporations.

Also enclosed please find this firm's checks in the amount of \$122.50 each for the following:

Filing Fee	\$ 35.00	JAN LAH	U ;
Registered Agent Designation	35.00	1 × 1	
Certification Copy of Articles	52.50	SE 5	· · · · · · · · · · · · · · · · · · ·
	\$122.50		ं ६ गण्ड 5 डी है

We appreciate your cooperation in this matter. If will require any further information or have any questions, prease advise.

Sincerely yours,

Michelle K. Womble Legal Assistant to Melissa Jay Murphy

/mkw Enclosures ARTICLES OF INCORPORATION

FILED

OF

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TRITON, PICTURES IN MOTION, INC. TALLAHAGGAL, FLORIDA

THE UNDERSIGNED incorporator does hereby agree to incorporate a corporation for profit under the laws of the State of Florida, of the United States of America, by and under the provisions and statutes of that State, providing for the formation, liability, rights, privileges, benefits and obligations conferred and imposed by said law on corporations organized pursuant to the provisions thereof, and hereby makes, subscribes and acknowledges and files these Articles of Incorporation as follows:

ARTICLE I NAME OF CORPORATION

1.01 NAME. -- The name of this corporation shall be TRITON, PICTURES IN MOTION, INC.

ARTICLE II GENERAL NATURE OF BUSINESS

2.01 POWERS. -- This corporation may engage in any activity or business permitted under F.S. 607 of the laws of the State of Florida.

ARTICLE III STOCK

3.01 NUMBER. -- The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is one class of Common Stock totalling 1000 shares and having a par value of \$1.00 per share.

ARTICLE IV

ADDRESS OF CORPORATION AND REGISTERED AGENT

- 6.01 PRINCIPAL OFFICE. -- The street address of the principal office of the proposed corporation in the State of Florida is 2801 N.W. 23rd Blvd., Apt. No. B15, Gainesville, FL 32605. The mailing address of the corporation is 2801 N.W. 23rd Blvd., Apt. No. B15, Gainesville, FL 32605.
- 6.02 RELOCATION. -- The Board of Directors may from time to time move the principal office to any other address in Florida.
- 6.03 REGISTERED AGENT. -- The initial registered agent of the corporation is RACHEL I. TENCH and her business office and address is , 2801 N.W. 23rd Blvd., Apt. No. B15, Gainesville, FL 32605.

ARTICLE V NAME AND ADDRESS OF INCORPORATOR

9.01 DESIGNATION. -- The name and street address of the incorporator of the Articles of Incorporation is as follows:

NAME

ADDRESS

RACHEL I. TENCH

321 N.W. 23rd Street Gainesville, FL 32607

THE UNDERSIGNED, being the Incorporator to the Capital Stock hereintofore named, for the purpose of forming a corporation to do business both within and without the State of Florida, does make, subscribe, acknowledge and file these Articles, hereby declaring and certifying that the facts herein stated are true.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this day of January, 1997.

CUEL T TENCH (SEAL)

STATE OF FLORIDA COUNTY OF ALACHUA

The foregoing instrument was acknowledged before me this oday of _______, 1997, by RACHEL I. TENCH, the Incorporator, who executed the foregoing Articles of Incorporation, and she acknowledged before me that she executed the same for the purposes therein expressed. Such person(s):

() is/are personally known to me.

(x) produced a current Florida Driver's license as identification.

() produced ______ as identification.



Print Name 11-10-10-16
Notary Public, State of Florida
My Commission Expires:
Serial Number:

CERTIFICATE OF REGISTERED AGENT

I HEREBY accept designation of registered agent for TRITON, PICTURES IN MOTION, INC., and hereby agree to fulfill the obligations thereof.

this // IN WITNESS WHEREOF, I have hereto set my hand and seal this // day of January, 1997.

rachel I. Ténch

STATE OF FLORIDA COUNTY OF ALACHUA

The foregoing instrument was acknowledged before me this \ \ day of January, 1997, by RACHEL I. TENCH, Registered Agent, who executed the foregoing Certificate of Registered Agent, and she acknowledged before me that she executed the same for the purposes therein expressed. Such person(s):

is/are personally known to me.
 produced a current Florida Driver's license as identification.
 produced _______ as identification.

MICHELLE K. WOMBLE
MY COMMISSION & CC 486451
EXPYRE Aug. 6, 1989

Print Name: W. No. 116 by Mulo 8

Notary Public, State of Florida
My Commission Expires:
Serial Number:

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SECRETARISSEE, FLORIDA