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OTHER FILINGS  Annual Report	REGISTRATION/		
Fictitious Name	Foreign		
Name Reservation	Limited Partnership		
	Reinstatement		
	Trademark		
	Other		
CR2F011(1 95)		Examiner's Initials	MAR 1 2 1997

## ARTICLES OF INCORPORATION OF CAPITAL PUNK PRODUCTIONS, INC.

97 May 12 May 1:04

The undersigned has executed the following Articles of Incorporation as incorporator under the laws of the state of Florida.

ARTICLE I. Name. The name of the corporation shall be Capital Punk Productions, Inc.

ARTICLE II. Term. The existence to the corporation shall commence upon filing of these Articles of Incorporation with the Office of the Secretary of State. The corporation shall have perpetual existence.

ARTICLE III. Purpose. The purpose of the corporation shall be to engage in and carry on the production, direction, and manufacture of motion pictures, to sell such motion pictures and associated intellectual property rights, to enter into contracts for distribution of said motion pictures, to deal in anyway whatsoever with the creation of motion pictures and all ancillary rights pertaining thereto, to promote film festivals, and to carry out all activities associated with and ancillary to the promotion of film festivals, and to transact any and all businesses authorized by the laws of the state of Florida.

ARTICLE IV. Shares. The corporation shall be authorized to issue 100 shares of voting common stock which shall have a par value of \$1.00 per share.

ARTICLE V. Resident Agent and Office. The Resident Agent of the corporation shall be Edgar Lee Elzie, Jr., who acknowledges acceptance at this position as Resident Agent by execution hereof.

Resident Agent

The office of the Resident Agent shall be at 210 South Monroe Street, Tallahassee, Florida 32301.

ARTICLE VI. Initial Board of Directors. This corporation shall have one director initially. The number of directors may be increased of diminished from time to time by the bylaws but shall never be less than one. The names and addresses of the initial directors of this corporation are as follows:

**Name Emily Frumkin**  Address

1833 Halstead Blvd., #311, Tallahassee, Florida 32308

ARTICLE VII. Principal Office. The principal office and mailing address of the corporation shall be 1833 Halstead Blvd., #311, Tallahassee, Florida 32308.

ARTICLE VIII. Incorporators. The name and address of the incorporator executing these Articles of Incorporation are as follows:

Name **Emily Frumkin**  Address

1833 Halstead Blvd., #311, Tallahassee, Florida 32308

IN WITNESS WHEREOF, the undersigned have executed these Articles of Incorporation this

25 day of February

STATE OF FLORIDA COUNTY OF LEON

TY OF LEON
The foregoing instrument was acknowledged before me this 35 day of Jahrang

1997, Emily Frumkin, who is personally known to me and who did take an oath.

Notary Public

Hamela B. Miller

Printed Name Of Notary

My Commision Expires:

(SEAL)



PAMELA B. MILLER MY COMMISSION # CC326108 EXPIRES October 18, 1997 BORDED THRU TROY FAIN INSURANCE, INC.