

P97000041073

John Austin
850 Plover Ave.
Miami Springs, Fl.
33166

...one #

FILED

97 MAY -5 PM 2:01

FLORIDA STATE
TALLAHASSEE, FLORIDA

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 _____

☐ Certified Copy

☐ Mail out

☐ Will wait

☐ Photocopy

☐ Certificate of Status

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

000002166160--8
-05/05/97--01110--005
*****70.00 *****70.00

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

FILED

97 MAY -5 PM 2:01

CERTIFICATE OF INCORPORATION
OF

PICTURES, WORDS AND MUSIC, INC.

FILED IN THE CLERK'S OFFICE
TALLAHASSEE, FLORIDA

The undersigned, does hereby subscribe this Certificate of Incorporation for the purpose of forming a Corporation in accordance with the laws of the state of Florida, and subject to the following provisions:

ARTICLE I

The name of the Corporation shall be PICTURES, WORDS AND MUSIC, INC.

ARTICLE II

The nature of the business to be conducted by this Corporation will be:

A. To engage in the making of motion pictures and television programs, music composition and or recording music, and or every possible related business.

B. To engage in the purchase, development, manufacture and sale or otherwise acquire, have, own, mortgage, pledge, sell, assign, transfer or

otherwise dispose of, trade in, deal in and with goods, ware, merchandise, real property, personal property and services of every class, kind and description; to buy, sell, manufacture and develop patentable processes and design of every nature and type.

C. To conduct business in and to have one or more offices in the state of Florida, and all other states and countries, and generally to make and perform contracts of every kind and description for the purpose of accomplishing any of the objects of this Corporation; to do and perform any other act or things and to exercise any and all powers which are now or which may hereafter be authorized by law; and generally to do and perform any and all things necessary or incident to the performance of any of the powers specifically enumerated herein.

D. The foregoing provisions shall be construed as enumeration of both objects and powers of the Corporation, and it is hereby expressly provided that said enumeration of specific powers shall not in any way limit or restrict the general powers conferred by the laws of the state of Florida.

E. And, finally, to engage in all kinds of licit business in accordance with the laws of the state of Florida, and the laws of the United States of America, as well as the laws of any foreign country.

ARTICLE III

The maximum number of shares of stock which this Corporation is authorized to have outstanding at any one time is five- thousand shares (5,000) shares. The consideration to be paid for each share of stock shall be fixed by the board of directors.

ARTICLE IV

This Corporation shall have perpetual existence unless sooner dissolved according to Law.

ARTICLE V

The principal office of the Corporation shall be located at 850 Plover Avenue, Miami Springs, Florida 33166, county of Dade, state of Florida; other offices may be opened whenever and wherever the board of directors shall deem it necessary and expedient.

ARTICLE VI

The Corporation shall have a board of directors consisting of two directors. The names and addresses of the first board of directors, both of whom shall hold office until the first election pursuant to the by-laws of the Corporation, are:

President:

John Austin	850 Plover Avenue Miami Springs, Florida 33166
-------------	---

Vice President:

Lori Austin	850 Plover Avenue Miami Springs, Florida 33166
-------------	---

ARTICLE VII

The names and addresses of each subscriber to this Certificate of Incorporation are:

John Austin	850 Plover Avenue, Miami Springs, Florida
Lori Austin	850 Plover Avenue, Miami Springs, Florida

ARTICLE VIII

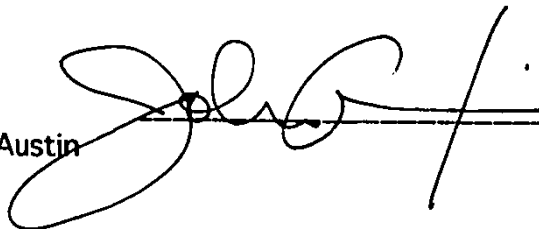
The name and address of the registered agent of this corporation is:

Lori Austin 850 Plover Avenue, Miami Springs, Florida

ARTICLE IX


This Certificate of Incorporation may be amended in the manner provided by law. Every Amendment shall be approved by the board of directors, proposed by them to the stockholders, and approved at a stockholders meeting by vote of two-thirds (2/3) of the stock entitled to vote therein. IN WITNESS WHEREOF, the undersigned have subscribed their names and affixed their seals to this Certificate of Incorporation this ____ day of April, 1997.

John Austin



(seal)

Lori Austin



(seal)

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM
PROCESS MAY BE SERVED.

FILED
97 MAY -5 PM 2:01
TALLAHASSEE, FLORIDA

In pursuance of Chapter 48.091, Florida Statutes, the following is
submitted, in compliance with said Act:

First, that Pictures, Words and Music, Inc., desiring to organize
under the laws of the state of Florida with its principal office, as
indicated in the articles of incorporation at 850 Plover Avenue, city of
Miami Springs, county of Dade, state of Florida, as its agent to accept
service of process within this state.

ACKNOWLEDGEMENT:

Having been named to accept service of process for the above stated
corporation, at place designated in this certificate, I hereby accept to act
in this capacity and agree to comply with the provision of said Act
relative to keeping open said office.

By 
Lori Austin

State of Florida
County of Dade

Sworn to and subscribed before me this 30 day of April, A.D. 1997.

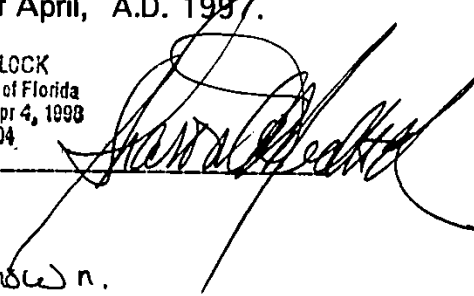
Provided proper
identification
D.L. of Both persons

SHARON MEDLOCK
Notary Public, State of Florida
My Comm. expires Apr 4, 1998
No. CC361304

Notary Public

and 1 person personally known.

Sharon Medlock

A large, stylized handwritten signature of Sharon Medlock, written in dark ink, positioned over the notary public line and extending towards the right margin.