

P97000058494
GORILLA FILMS
12690 NW 11TH PLACE SUNRISE, FL 33323
(954)845-9464

May 30, 1997

Secretary of State
Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

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-06/04/97--01048--001
***122.50 ***122.50

To Whom It May Concern:

Please see the attached Articles of Incorporation for *Gorilla Films, Inc.* I have also enclosed a check in the amount of \$122.50 to cover the cost. Please send me any further information regarding incorporating or any related materials.

Thank you in advance for your attention and if you have any questions, please feel free to call me at your convenience at (954)845-9464.

Sincerely,



Todd Denkin

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DIVISION OF CORPORATIONS
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6/13/97
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FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

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DIVISION OF CORPORATIONS
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June 23, 1997

GORILLA FILMS
ATTN: TODD DENKIN
12690 NW 11TH PLACE
SUNRISE, FL 33323

SUBJECT: GORILLA FILMS, INC.
Ref. Number: W97000013350

We have received your document for GORILLA FILMS, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

You failed to make the correction(s) requested in our previous letter.

The document must include original signatures.

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) 487-6973.

Claretha Golden
Document Specialist

Letter Number: 697A00033279



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

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DIVISION OF CORPORATIONS
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June 6, 1997

GORILLA FILMS
ATTN: TODD DENKIN
12690 NW 11TH PLACE
SUNRISE, FL 33323

SUBJECT: GORILLA FILMS, INC.
Ref. Number: W97000013350

We have received your document for GORILLA FILMS, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation"); and the registered agent's signature.

The registered agent must sign accepting the designation.

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) 487-6973.

Claretha Golden
Document Specialist

Letter Number: 497A00030729

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DIVISION OF CORPORATIONS

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ARTICLES OF INCORPORATION
OF
GORILLA FILMS, INC.

ARTICLE I

Name. The name of this corporation is **GORILLA FILMS, INC.**

ARTICLE II

Business and Activities. This corporation may, and is authorized to, engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE III

Capital Stock. The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 shares of voting common stock having a par value of \$1.00 per share, with the consideration to be paid for each share to be in money, property or services, as may be fixed by the Board of Directors. Except for voting rights, the stock authorized hereby have the same rights and preferences.

ARTICLE IV

Term of Existence. This corporation shall have a perpetual existence.

ARTICLE V

Initial Registered Office and Agent. The street address of the initial registered office of this corporation is 12690 Northwest 11th Place, Sunrise, Florida, 33323, and the name of the initial registered agent of this corporation at that address is TODD DENKIN.

ARTICLE VI

Preemptive Rights. Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, 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 VII

Number of Directors. The Board of Directors of this corporation shall consist of one or more directors, the exact number of which shall be the number of directors from time to time fixed by the Board of Directors or the stockholders in accordance with the Bylaws of the corporation. Directors, as such, shall receive such compensation for their services, if any, as may be set by the Board of Directors at an annual or special meeting. The directors may authorize and require the payment of the reasonable expenses incurred by directors in attending meetings of the directors. Nothing in this Article shall be construed to preclude a director from serving the corporation in any other capacity and receiving compensation therefor.

ARTICLE VIII

Initial Board of Directors. The name and street address of each member of this corporation's first Board of Directors are as follows:

| <u>Name</u> | <u>Address</u> |
|-------------|--|
| Todd Denkin | 12690 Northwest 11th Place Sunrise, Florida 33323 |

ARTICLE IX

Subscriber. The name and street address of the subscriber to these Articles of Incorporation is as follows:

| <u>Name</u> | <u>Address</u> |
|-------------|--|
| Todd Denkin | 12690 Northwest 11th Place Sunrise, Florida 33323 |

ARTICLE X

Lost or Destroyed Certificates. Stock certificates to replace lost or destroyed certificates shall be issued on such basis and according to such procedures as are from time to time provided for in the Bylaws of this corporation.

ARTICLE XI

Officers. The name of the corporation's first set of Officers is as follows:

Todd Denkin

President/Vice President
Secretary/Treasurer

ARTICLE XII

Incorporators. The name and address of each Incorporator is:

Todd Denkin
12690 Northwest 11th Place
Sunrise, Florida 33323

ARTICLE XIII

Principle Office. The address of the principle office and mailing address is as follows: 12690 Northwest 11th Place, Sunrise, Florida, 33323.

ARTICLE XIV

Amendment. These Articles of Incorporation may be amended as 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 a majority of the stock issued and entitled to be voted, unless all of the directors and all the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, the undersigned does set his hand and seal and has acknowledged and filed the foregoing Articles of Incorporation under the laws of the State of Florida this 30th day of MAY, 1997.



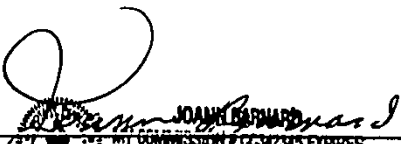

TODD DENKIN
Incorporator

STATE OF FLORIDA

COUNTY OF BROWARD

I HEREBY CERTIFY that on this day before me personally appeared TODD DENKIN, to me known to be the individual described in and who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed the same for the purposes therein expressed.

WITNESS my hand and official seal in the county and state aforesaid mentioned this 30th day of MAY, 1997.

JOANN BARNARD
MY COMMISSION # CC342345 EXPIRES
February 7, 1998
BONDED THRU TROY FAIR INSURANCE, INC.



JOANN BARNARD
MY COMMISSION # CC342345 EXPIRES
February 7, 1998
BONDED THRU TROY FAIR INSURANCE, INC.

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

The name of the corporation is: **Gorilla Films, Inc.**

The name and address of the registered agent and office is:
Todd Denkin, 12690 Northwest 11th Place, Sunrise, Florida, 33323.

A handwritten signature in black ink, appearing to read 'Todd Denkin', written over a horizontal line.

TODD DENKIN

DATE: 5.30.97

GORILLA FILMS, INC.

954.845.9464

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SECRETARY OF STATE
DIVISION OF CORPORATIONS

97 JUL -3 PM 1:20

June 17, 1997

Claretha Golden
Florida Department of State
Division of Corporations
PO Box 6327
Tallahassee, FL 32314

SUBJECT: GORILLA FILMS, INC.
Ref. Number: W97000013350


In response to your letter dated June 6, 1997, this letter shall serve as a registered agent acceptance notice.

I Todd Denkin, hereby am familiar with and accept the duties and responsibilities as registered agent for "Gorilla Films, Inc.".

Signed:  Date: 6.20.97

If you have any further questions or requirements, please feel free to call me at your convenience.

Sincerely,



Todd Denkin