CONTACT (Requestor's Name) 800002230578---07/07/97--01001--002 526 EAST PARK AVENUE (Address) \*\*\*\*122.50 TALLAHASSEE FL 32301 (904) 681-6528 OFFICE USE ONLY (City, State, Zip) (Phone #) CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known): (Corporation Name) (Corporation Name) Cocument #) (Corporation Name) (Document #) (Corporation Name) (Document #) Cemtied Copy Walk In Pick Up Time Certificate of Status Mail Out Certificate of Good Standing Will Wait ARTICLES ONLY Photocopy ALL CHARTER DOCS NEW FILINGS AMENOMENTS Profit Amendment Certificate of FICTITIOUS NAME NonProfit Resignation of R A, Officer/Director Limited Liability Change of Registered Agent FICTITIOUS NAME SEARCH Domestication Dissolution/Withdrawal Other Merger CORP SEARCH OTHER FILINGS RESISTANTION/QUALIFICATION HOLD FOR Annual Report PICKUP BY Fictitious Name Limited Partnership **UCC SERVICES** Name Reservation Reinstatement

Trademark

Other

Examiner's Initials

#### ARTICLES OF INCORPORATION

OF

SMART PARENT PRODUCTIONS OF FL., INC.

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The undersigned incorporator for the purpose of forming a corporation under the Florida Business Corporation Act Chereby adopts the following Articles of Incorporation.

### ARTICLE I - NAME

The name of the corporation shall be:

SMART PARENT PRODUCTIONS OF FL., INC.

## ARTICLE II - PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be: c/o Weissman & Rudnitsky, 570 Seventh Avenue, New York, NY 10018.

## ARTICLE III - CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is: 200 without par value.

#### ARTICLE IV - REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is:

UCC Search & Filing Services, Inc. 526 East Park Avenue, Suite 200 Tallahassee, Florida 32301

## ARTICLE V - INCORPORATOR(S)

The name and street address of the incorporator to these Articles of Incorporation is:

Gina Carney 52 James Street Albany, NY 12207

The undersigned has executed these Articles of Incorporation this 2nd day of July , 1997.

Gina Carney, Incorporator

# CERTIFICATE OF DESIGNATION 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 registered agent, in the state of Florida.

1. The name of the corporation is:

SMART PARENT PRODUCTIONS OF FL., INC.

2. The name and address of the registered agent and office is:

UCC Filing & Search Services, Inc. 526 East Park Avenue, Suite 200 Tallahassee, Florida 32301

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.

Signature\_

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