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TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4001

FROM: EMPIRE CORPORATE KIT COMPANY

ACCT#: 072450003255

CONTACT: RAY STORMONT

PHONE: (305)541-3694

FAX #: (305)541-3770

NAME: FIRST MAY FILM COMPANY

AUDIT NUMBER.....H97000013895

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..0

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**FIRST OF MAY FILM COMPANY**

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**ARTICLE III**  
**CAPITAL STOCK**

The number of shares of stock that the corporation is authorized to have outstanding at any one time is 100 shares at a par value of \$0.01 per share.

**ARTICLE IV**  
**INITIAL REGISTERED AGENT AND ADDRESS**

The name and address of the initial registered agent is:

NELSON BETANCOURT  
151 East Ohio Avenue  
Lake Helen, Florida 32744

**ARTICLE V**  
**TERM OF EXISTENCE**

This corporation shall have existence for the commercial life of the motion picture "THE FIRST OF MAY", unless voluntarily dissolved according to law prior to that time.

**ARTICLE VI**  
**INCORPORATOR**

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

William L. Whitacre, Esquire  
Universal Studios Florida  
1000 Universal Studios Plaza  
Building 22, Suite 211  
Orlando, Florida 32819-7610

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**ARTICLE VII**  
**OFFICERS**

The initial officers of the corporation who shall be appointed at the initial meeting of the Corporation shall be:

President	PAUL SIRMONS
Secretary	GARY ROGERS
Treasurer	NELSON BETANCOURT

The address of the above officers is:

151 East Ohio Avenue  
Lake Helen, Florida 32744

**ARTICLE VIII**  
**DIRECTORS**

Consistent with ARTICLE X herein, there shall be three directors initially. The number of directors may be changed from time to time in accordance with the By Laws, but shall never be less than three.

The names and address of the initial directors are:

PAUL SIRMONS  
GARY ROGERS  
NELSON BETANCOURT  
151 East Ohio Avenue  
Lake Helen, Florida 32744

**ARTICLE IX**  
**PURPOSE**

The purpose for which this corporation is formed is motion picture film production, and related activity, including but not limited to the acquisition, development, production, and distribution of an original motion picture entitled "THE FIRST OF MAY" and any ancillary products thereto in all media for maximum commercial exploitation throughout the universe.

In furtherance of its purpose, the Corporation shall be permitted to conduct all lawful business authorized under the laws of the State of Florida, and of the United States, as well as of the States therein, and the respective laws of other countries and territories throughout the world.

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ARTICLE X  
MANAGEMENT

The affairs of the corporation shall be managed by the Board of Directors in accordance with the By-Laws and any other rules of procedure adopted at the initial meeting.

The undersigned, as Legal Counsel and authorized agent, has executed these Articles of Incorporation this 22th day of August, 1997.

  
William L. Whitacre  
INCORPORATOR

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DESIGNATION AND ACCEPTANCE OF REGISTERED AGENT

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 agent in the State of Florida.

1. The name of the Corporation is:

*FIRST OF MAY FILM COMPANY.*

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

NELSON BETANCOURT  
151 East Ohio Avenue  
Lake Helen, Florida 32744



William L. Whitacre  
INCORPORATOR

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.



NELSON BETANCOURT  
REGISTERED AGENT

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