

P 970000 81510

DAVID WATSON
1153 MACABAR RD. #16-163
PALM BAY, FL. 32907

City/State/Zip

Phone #

Office Use Only

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97 SEP 18 PM 2:15
TALLAHASSEE, FLORIDA

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. _____ (Corporation Name) _____ (Document #)
2. _____ (Corporation Name) ^{EFFECTIVE DATE}
9-30-97 _____ (Document #)
3. _____ (Corporation Name) _____ (Document #) 3
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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

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

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2557

Examiner's Initials	
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FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

September 11, 1997

DAVID WATSON
1153 MACABAR RD #16-163
PALM BAY, FL 32907

SUBJECT: BLUE WOLF ENTERTAINMENT, INC.
Ref. Number: W97000020912

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TALLAHASSEE, FLORIDA

We have received your document for BLUE WOLF ENTERTAINMENT, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

You must list the corporation's principal office and/or a mailing address in the document.

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.")

Please return the original and one copy of 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 (850) 487-6904.

Freida Chesser
Corporate Specialist

Letter Number: 997A00045202

EFFECTIVE DATE.
9-30-97

ARTICLES OF INCORPORATION

of

BLUE WOLF ENTERTAINMENT, INC.

FIRST. The name of this corporation is BLUE WOLF ENTERTAINMENT, INC..

SECOND. Its registered ^{Principal} office in the State of Florida to be located at 1153 MALABAR RD. N.E. # 16-163 in the city PALM BAY, county of BREVARD. The registered agent in charge thereof is David W. Watson at same as above.

THIRD. The nature of the business and the objects and purposes proposed to be transacted, promoted, and carried on are to do any or all the things herein mentioned, as fully and to the same extent as natural persons might or could do, and in any part of the world, viz.:

The purpose of the Corporation is to engage in any lawful act or activity for which corporations may be organized under the Florida Statutes pertaining to incorporation of a for-profit enterprise: Florida Statutes, Sections 607.164, 607.034, etc.. Specifically, the business will engage in motion picture production and development, publishing books, magazines, newsletters, etc. and any or all aspects of the above.

FOURTH. The amount of the total authorized capital stock of this Corporation is 5,000,000 shares of \$1.00 par value.

FIFTH. The name and address of the incorporator is as follows:

NAME:	ADDRESS:
<u>David W. Watson.</u>	<u>1153 MALABAR RD. N.E. # 16-163</u>
	<u>PALM BAY. FLORIDA 32907</u>

SIXTH. The powers of the incorporator are to terminate upon filing of the articles of incorporation, and the name(s) and mailing addresses of the person(s) who are to serve as director(s) until the first annual meeting of stockholders or until their successors are elected and qualify are as follows:

David W. Watson, 1153 Malabar RD. N.E. # 16-163.
PALM BAY, FLORIDA 32907.

SEVENTH. The Director shall have power to make and to alter or amend the By-Laws, to fix the amount to be reversed as working capital, and to authorize and cause to be executed, mortgages and liens without limit as to the amount, upon the property and franchise of the Corporation.

With the consent, in writing, and pursuant to a vote of the holders of a majority of the capital stock issued and outstanding, the Director shall have the authority to dispose of, in any manner, the whole property of this Corporation.

The By-Laws shall determine whether, and to what extent,

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ARTICLES OF INCORPORATION

of

BLUE WOLF ENTERTAINMENT, INC.

the accounts and books of this Corporation, or any of them, shall be open to the inspection of the stockholders; and no stockholder shall have any right of inspecting any account or book or document of this Corporation, except as conferred by the law or the By-Laws, or by resolution of the stockholders.

The stockholders and director shall have power to hold their meetings and keep the books, documents and papers of the Corporation outside the State of Florida, at such places as may be from time to time designated by the By-Laws or by resolution of the stockholders or Director, except as otherwise required by the laws of Florida.

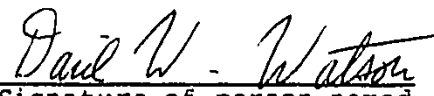
It is the intention that the objects, purposes and powers specified in the Third paragraph hereof shall, except where otherwise specified in said paragraph, be nowise limited or restricted by reference to or inference from the terms of any other clause or paragraph in these articles of incorporation, but that the objects, purposes and powers specified in the Third paragraph and in each of the clauses or paragraphs of this charter shall be regarded as independent objects, purposes, and powers.

EIGHTH. Director(s) of the Corporation shall not be liable to either the Corporation or its stockholders for monetary damages for a breach of fiduciary duties unless the breach involves: (1) a director's duty of loyalty to the Corporation or its stockholders; (2) acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law; (3) liability for unlawful payments of dividends or unlawful stock purchases or redemption by the Corporation; or (4) a transaction from which the director derived an improper benefit.

NINTH. EFFECTIVE DATE: Pursuant to Section 607.0123 of the Florida Statutes, the effective date of this document shall be September 30, 1997.

I, THE UNDERSIGNED, for the purpose of forming a corporation under the laws of the State of Florida, do make, file, and record these articles and do certify that the facts herein are true; and I have hereunto set my hand.

DATED AT: September 5, 1997.
State of: FLORIDA.
County of: BREVARD.


Signature of person named
in Fifth Article.

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of sections 607.0501 or 617.0501, 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: BLUE WOLF ENTERTAINMENT

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

DAVID W. WATSON
(Name)
1153 MALABAR RD. N.E. #16-63
(P.O. Box **NOT** acceptable)
PALM BAY, FL. 32907
(City/State/Zip)

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TALLAHASSEE, FLORIDA

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 David W. Watson
DATE Sept. 17, 1997