

P98000025076



THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 744318 86252A

AUTHORIZATION :

COST LIMIT : \$ PPD

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 MAR 17 AM 8:34

ORDER DATE : March 17, 1998

ORDER TIME : 2:30 PM

ORDER NO. : 744318-005

CUSTOMER NO: 86252A

CUSTOMER: Mr. Roger A. Foote
ROGER A. FOOTE ACCOUNTING &
TAX SERVICES
709 W. Oak Ridge Road

Orlando, FL 32809

600002460076--3
-03/18/98--01002--002
*****70.00 *****70.00

DOMESTIC FILING

NAME: ACTION ENTERTAINMENT USA, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Christopher Smith

EXAMINER'S INITIALS:

RECEIVED
98 MAR 17 PM 3:30
DIVISION OF CORPORATIONS

3/18/98

ARTICLES OF INCORPORATION

OF

ACTION ENTERTAINMENT USA, INC

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FIRST: The name of this Corporation shall be

ACTION ENTERTAINMENT USA, INC

SECOND: The existence of the Corporation shall be perpetual.

THIRD: The nature of the business and the objects and purposes to be transacted, promoted and carried on are to engage in any lawful act or activity for which corporations may be organized under the Florida General Corporation Act.

FOURTH: The amount of total authorized capital stock of the Corporation shall be divided into 1000 shares with no-par value.

FIFTH: The street address of the initial Registered Office shall be 106 Tortuga Crt., Davenport, FL 33837 and the initial Registered Agent at that address shall be Larry Lee

SIXTH: The street address of the Initial Principle Office of the Corporation shall be 106 Tortuga Crt., Davenport, FL 33837.

SEVENTH: The number of Directors constituting the initial Board of Directors shall be One (1). The names and addresses of the persons who shall serve as members of the initial Board of Directors are as follows:

Larry Lee
106 Tortuga Court
Davenport, FL 33837

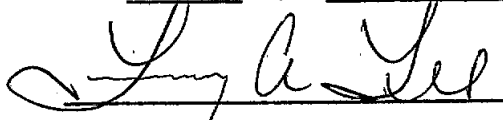
EIGHTH: The name and address of the person signing these Articles of Incorporation as Incorporator is Larry Lee

106 Tortuga Court
Davenport, FL 33837

NINTH: All of the Corporation's issued stock, exclusive of Treasury shares, shall be held by not more than thirty-five (35) persons.

TENTH: All of the issued stock of all classes shall be subject to the following restriction on transfer. Each stockholder shall offer to the Corporation or to other stockholders of the Corporation a thirty (30) day "first right" option to purchase his stock should he elect to sell his stock.

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 of Incorporation, and do certify that the facts herein stated are true; and I have accordingly hereunto set my hand on this 24th day of October, 1997


Larry Lee

STATE OF FLORIDA

COUNTY OF POLK

SS

BEFORE ME, the undersigned authority, on this day personally appeared

LARRY LEE, who being duly sworn, acknowledged
the execution of the foregoing Articles of Incorporation as H/S free act
and deed.

WITNESS my hand and official seal in the County and State named above
this 16 day of March 98.



A.M. VILLET
My Comm Exp. 6/26/00
Bonded By Service Ins
No. CC567048

☐ Personally Known ☒ Other: D.

A. M. Villeta
NOTARY PUBLIC

L-000 521-55-058-0

STATE OF FLORIDA
DEPARTMENT OF STATE

Certificate Designating Place of Business or Domicile for the Service of
Process Within This State, Naming Agent Upon Whom Process May Be Served and
Names and Addresses of the Officers and Directors.

The following is submitted, in compliance with Chapter 48.091,
Florida Statutes:

ACTION ENTERTAINMENT USA, INC

A corporation organized (or organizing) under the laws of the State of

Florida with its principal office at

106 Tortuga Court in the city of Davenport

County of Polk State of Florida,

has named Larry Lee located at 106 Tortuga Court

(Street address and number of Bldg., P.O. Box address not acceptable)

City of Davenport County of Polk,

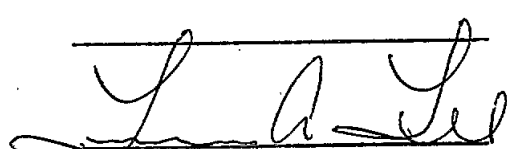
as its agent to accept service of process within this state.

OFFICERS:

NAME	TITLE	SPECIFIC ADDRESS
<u>Larry Lee</u>	<u>(P)</u>	<u>106 Tortuga Court</u>
	<u>(S)</u>	<u>Davenport, FL 33837</u>
	<u>(T)</u>	
	<u>(V)</u>	

DIRECTORS:

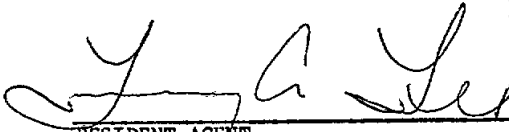
	SPECIFIC ADDRESS
<u>Larry Lee</u>	<u>106 Tortuga Court</u>
	<u>Davenport, FL 33837</u>


CORPORATE OFFICER
Larry Lee

ACCEPTANCE:

I agree as Resident Agent to accept Service of Process: to keep office open during prescribed hours, to post my name (and any other officers of said corporation authorized to accept service of process at the above Florida address) in some conspicuous place in office as required by Law.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
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RESIDENT AGENT
Larry Lee

BEFORE ME, the undersigned authority, on this day personally appeared

Larry Lee, who being duly sworn, acknowledged
the execution of the foregoing Acceptance as Resident Agent His free act
and deed.

WITNESS my hand and official seal in the County and State named above
this 16 day of March, 1998.



A.M. VILLET
My Comm Exp. 6/26/00
Bonded By Service Ins
No. CC567048

() Personally Known () Other () D.


NOTARY PUBLIC

L-000-521-55-058-0