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CONSTRUCTION LAW • TRIAL PRACTICE  
CORPORATE & BUSINESS LAW

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\*\*ADMITTED TO GEORGIA BAR

May 4, 1998

Corporate Records Bureau  
DIVISION OF CORPORATIONS  
Department of State  
P. O. Box 6327  
Tallahassee, FL 32314

600002501406--3  
-04/27/98-D1083-012  
\*\*\*\*122.50 \*\*\*\*122.50

Attention: Ms. Doris Brown

RE: **DFS ANIMATION, INC.**

Dear Ms. Brown:

Enclosed please find:

1. Articles of Incorporation of DFS Animation, Inc., a profit corporation, and
2. Acceptance of Registered Agent.

Please file the subject documents and forward a certified copy to me at the above address. You are presently holding our check in the amount of \$122.50 pending receipt of the enclosed revised Articles (see attached copy of your April 29, 1998 letter).

If you have questions of any kind, please do not hesitate to contact me.

Sincerely yours,

*RPB*

Robert P. Butts

RPB\jh

Encl: Articles of Incorporation (in duplicate)  
Acceptance of Registered Agent (in duplicate)  
Letter copy, 4/29/98

789,2544,2550

W98-9628

D. BROWN MAY - 6 1998



COPY

FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

April 29, 1998

ROBERT P. BUTTS  
PETER A. ROBERTSON & ASSOCIATES, P.A.  
220 N. MAIN ST., SUITE A  
GAINESVILLE, FL 32601-5318

SUBJECT: DFS CORPORATION  
Ref. Number: W98000009628

We have received your document for DFS CORPORATION 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 name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of a name is not acceptable. Please select a new name and make the correction in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

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) 487-6972.

Doris Brown  
Document Specialist

Letter Number: 198A00023351

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 MAY -5 PM 12:46

**ARTICLES OF INCORPORATION**

**OF**

**DFS ANIMATION, INC.**

**ARTICLE I. CORPORATE NAME.**

The name of this corporation is **DFS ANIMATION, INC.**

**ARTICLE II. ADDRESS OF PRINCIPAL OFFICE.**

The street address of the principal office of this corporation is:

**6021 S. W. 13 Street  
Gainesville, FL 32608**

The mailing address of the principal office of this corporation is:

**6021 S. W. 13 Street  
Gainesville, FL 32608**

**ARTICLE III. NATURE OF BUSINESS AND POWERS.**

The general nature of the business to be transacted by this Corporation is to engage in any and all business permitted under the laws of the State of Florida.

**ARTICLE IV. CAPITAL STOCK.**

The maximum number of shares of stock that this Corporation is authorized to issue and have outstanding at any one time is One Hundred (100) shares of common stock, at \$1.00 par value.

**ARTICLE V. TERM OF EXISTENCE.**

This corporation shall have perpetual existence commencing upon filing of these articles.

#### **ARTICLE VI. REGISTERED AGENT AND INITIAL REGISTERED OFFICE.**

The registered agent and the street address of the initial Registered Office of this Corporation in the State of Florida shall be:

**Robert P. Butts, Esq.  
PETER A. ROBERTSON & ASSOCIATES, P.A.  
220 N. Main Street, Suite A  
Gainesville, Florida 32601**

The Board of Directors, from time to time, may move the Registered Office to any other address in the State of Florida.

#### **ARTICLE VII. BOARD OF DIRECTORS.**

This Corporation shall have One (1) director initially. The number of directors may be increased or diminished from time to time by By-Laws adopted by the stockholders, but shall never be less than one.

#### **ARTICLE VIII. INITIAL DIRECTOR.**

The name of the initial director of this Corporation and his street address are:

**DAVID SCHUMACHER  
6021 S. W. 13 Street  
Gainesville, FL 32608**

The person named as initial director shall hold office for the first year of existence of this Corporation or until his successors are elected or appointed and have qualified, whichever occurs first.

#### **ARTICLE IX. INCORPORATOR.**

The name and street address of the person signing these Articles of Incorporation as the Incorporator are:

**DAVID SCHUMACHER  
6021 S. W. 13 Street  
Gainesville, FL 32608**

## **ARTICLE X. AMENDMENT.**

These Articles of Incorporation may be amended in the manner 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 at least a majority of the stock entitled to vote, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

## **ARTICLE XI. BYLAWS.**

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors and the shareholders.

## **ARTICLE XII. RESTRICTIONS ON TRANSFER OF STOCK.**

Shares of capital stock of this Corporation shall be issued initially to the following persons and in the amounts set opposite their names:

<b>One Share (1)</b>	<b>-</b>	<b>DAVID SCHUMACHER</b>
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Shares held by the initial shareholders listed above may not be resold or otherwise transferred to other persons unless first offered to the remaining shareholders or to the Corporation. The price and terms of which, and the time within which, those shares may be offered and sold shall be further specified by written agreement among all of the shareholders and this corporation.

## **ARTICLE XIII. STOCK ENDORSEMENT.**

Each share of stock issued subject to these bylaws shall be endorsed as follows:

"Transfer, pledge, hypothecation, sale, assignment, gift or other disposition of this stock is restricted by an article of the bylaws of this company, a copy of which is on file at the office of the corporation."

## **ARTICLE XIV. INDEMNIFICATION.**

The Corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

IN WITNESS WHEREOF, the undersigned, as Incorporators, have executed the foregoing Articles of Incorporation on the 24 day of APRIL, 1998.


  
\_\_\_\_\_  
DAVID SCHUMACHER, Incorporator

STATE OF FLORIDA  
COUNTY OF ALACHUA

The foregoing instrument was acknowledged before me this 24<sup>th</sup> day of April, 1998, by DAVID SCHUMACHER, who is personally known to me ~~or who produced a Florida Driver's License for identification~~\_\_\_\_\_



JANET A. HALE  
My Comm Exp. 1/26/00  
Bonded By Service Ins  
No. CC526195  
☒ Personally Known    ☐ Other I.D.

  
\_\_\_\_\_  
NOTARY PUBLIC  
Typed Name: Janet A. Hale  
Commission No.: CC526195  
Commission Expires: 01/26/00

**THIS DOCUMENT PREPARED BY:**

Robert P. Butts, Esq.  
PETER A. ROBERTSON & ASSOCIATES, P.A.  
220 N. Main Street, Suite A  
Gainesville, FL 32601  
352/373-9031

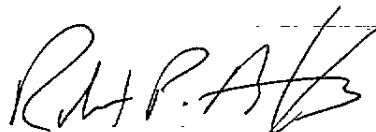
FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 MAY -5 PM 12:46

ACCEPTANCE OF REGISTERED AGENT

*DFS ANIMATION, INC.*

HAVING BEEN NAMED as Registered Agent to Accept Service of Process for  
*DFS ANIMATION, INC.*, at the place designated in this certificate, I hereby agree to act  
in such capacity; further,

I AGREE TO COMPLY with all the provisions of all statutes relative to the proper  
and complete performance of my duties as such.



Robert P. Butts, Registered Agent  
PETER A. ROBERTSON & ASSOCIATES, P.A.  
220 N. Main Street, Suite A  
Gainesville, FL 32601  
(352) 373-9031  
Fla. Bar Number: 0096989