

P99000003787

ATTORNEYS' TITLE

Requestor's Name

Address

City/State/Zip

Phone #

800002740108--4

-01/13/99-01071--004

*****70.00 *****70.00

Office Use Only

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

1. _____ (Corporation Name) _____ (Document #)
2. _____ (Corporation Name) _____ (Document #)
3. _____ (Corporation Name) _____ (Document #)
4. _____ (Corporation Name) _____ (Document #)

☒ Walk in

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ASPER

☐ Certified Copy

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☐ Will wait

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

NEW FILINGS

Profit
NonProfit
Limited Liability
Domestication
Other

AMENDMENTS

Amendment
Resignation of R.A., Officer/ Director
Change of Registered Agent
Dissolution/Withdrawal
Merger

OTHER FILINGS

Annual Report
Fictitious Name
Name Reservation

**REGISTRATION/
QUALIFICATION**

Foreign
Limited Partnership
Reinstatement
Trademark
Other

T. SMITH JAN 13 1999

Examiner's Initials

RECEIVED
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DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
W. PANTHER PRODUCTIONS, INC.

ARTICLE I

The name of this corporation is:

W. PANTHER PRODUCTIONS, INC.

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TALLAHASSEE, FLORIDA

ARTICLE II

This corporation shall have perpetual existence.

ARTICLE III

This corporation is organized for the purpose of transacting any or all lawful business permitted under the laws of the United States and the State of Florida; which purpose shall include, but not be limited to the making of a screenplay.

ARTICLE IV

This corporation is authorized to issue 100 shares of common stock with One Dollar (\$1.00) par value per share, which shall be designated "Common Shares."

ARTICLE V

Section 1.

Dividends: The directors may declare and pay dividends upon the Common Shares.

Section 2.

Rights Upon Liquidation or Dissolution: In the event of any voluntary or involuntary liquidation, dissolution or winding up of this corporation, the remaining assets of this corporation shall be payable to and distributed ratably among the holders of record of the Common Shares.

Section 3.

Voting Rights: Except as otherwise provided by law, the entire voting power for the election of directors and for all other purposes shall be vested exclusively in the holders of the outstanding Common Shares.

ARTICLE VI

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his prorata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VII

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

5200 Northeast 26th Street #4
Fort Lauderdale, FL 33334

and the name of the initial Registered Agent of this corporation is:

DIANA C. ROSS

whose address is:

5200 Northeast 14th Way, # 303
Fort Lauderdale, Florida, 33334

ARTICLE VIII

This corporation shall have One (1) director initially. The number of directors may be either increased or decreased from time to time by the By-Laws, but shall never be more than One (1). The names and addresses of the initial directors of this corporation are:

DIANA C. ROSS
5200 NE 14th Way #303
Ft Lauderdale, FL 33334

ARTICLE IX

The name and address of the person signing these Articles are:

DIANA C. ROSS
5200 Northeast 14 Way #303
Fort Lauderdale, Florida 33334

ARTICLE X

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

ARTICLE XI

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors acting alone and in the shareholders acting alone, except that only the shareholders shall have the power to adopt, alter, amend or repeal By-Laws effecting restrictions on the sale, transfer or other disposition of any corporation stock.

ARTICLE XII

Shares of capital stock of this corporation shall be issued initially to the following persons in the amount set forth opposite his/her name:

Diana C. Ross - 51 Shares

All shares held by shareholders may not be resold or otherwise transferred to other persons unless such shares are first offered to this corporation or, upon refusal, to the remaining shareholders. The price and terms at which and the time within which such shares may be offered and sold and, further, specifically to whom offered, shall be specified in detail in the By-Laws of this corporation.

The adoption, alteration, amendment or repeal of any By-Law dealing with transfer of stock shall require a unanimous vote of the shareholders of the corporation.

ARTICLE XIII

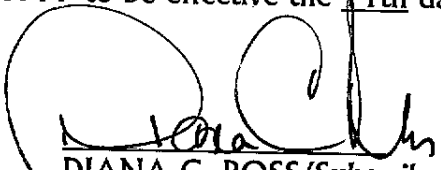
Fifty-one percent (51%) of the shares entitled to vote, represented in person or by proxy, shall constitute a quorum at a meeting of shareholders.

If a quorum is present, the affirmative vote of fifty-one percent (51%) of the shareholders represented at the meeting and entitled to vote on the subject matter shall be the act of the shareholders.

ARTICLE XIV

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation; however, a unanimous vote of the shareholders is required to amend or repeal any provisions contained in these Articles of Incorporation regarding the restrictions on ownership, transfer, sale or other disposition of stock.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 12th day of January, 1999 to be effective the 11th day of January, 1999.


DIANA C. ROSS/Subscriber

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF AND
PROCESS WITHIN THE 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 607.037, F.S.:

W. PANTHER PRODUCTIONS, INC., organized under the laws of the State of Florida, with its
principal office at 5200 Northeast 14th Way #303, Fort Lauderdale, Florida 33334, has named
DIANA CLEMENS ROSS, located at 5200 Northeast 14th Way #303, Fort Lauderdale, Florida
33334 as its Agent to accept service of process within the State.

NEWLY ELECTED OFFICERS:

Name & Title

Address

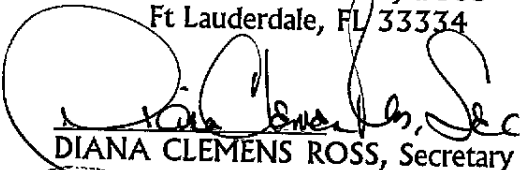
DIANA C. ROSS - President
Secretary

5200 NE 14th Way #303
Ft Lauderdale, FL 33334

NEWLY APPOINTED DIRECTORS:

DIANA C. ROSS - Director

5200 NE 14th Way #303
Ft Lauderdale, FL 33334


DIANA CLEMENS ROSS, Secretary

I agree, as Registered Agent, to accept service of process; to keep office open during
prescribed hours; to post my name in some conspicuous place in office as required by law.


DIANA CLEMENS ROSS
Registered Agent

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA