



THE UNITED STATES
CORPORATION
COMPANY

099000003897

ACCOUNT NO. : 072100000032

REFERENCE : 098071 7174141

AUTHORIZATION : *Patricia Pajute*

COST LIMIT : \$ 70.00

ORDER DATE : January 13, 1999

ORDER TIME : 2:23 PM

ORDER NO. : 098071-005

700002740847--8

CUSTOMER NO: 7174141

CUSTOMER: Mr. Cameron Fox
MR. CAMERON FOX
MR. CAMERON FOX
101 American Center Place #110

Tampa, FL 33619

DOMESTIC FILING

NAME: FOXSTONE PRODUCTIONS, INC.

EFFECTIVE DATE:

ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Angie Glisar

EXAMINER'S INITIALS:

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 JAN 13 PM 6:15

RECEIVED
99 JAN 13 PM 3:54
DIVISION OF CORPORATIONS
11309

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

99 JAN 13 PM 6:15

ARTICLES OF INCORPORATION

OF

FOXSTONE PRODUCTIONS, INC.

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

FOXSTONE PRODUCTIONS, INC.

The address of the principal office of this corporation shall be 101 American Center Place, #110, Tampa, Florida 33619, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 100 shares of common stock having no par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 1201 Hays Street, Tallahassee, Florida 32301, and the name of the initial registered agent of the corporation at that address is Corporation Service Company.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have one Director, initially. The names and addresses of the initial members of the Board of Directors are:

Marian Lagarde
Dir.

110 Esta Road
Plymouth, MA 02360

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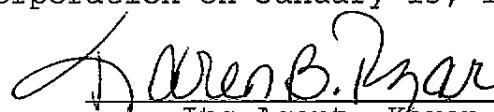
ARTICLE VII. INCORPORATOR

99 JAN 13 PM 6:15

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

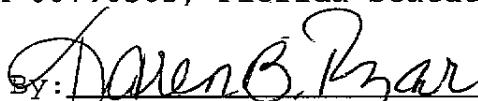
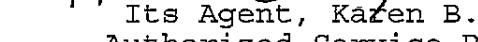
The Company Corporation
1013 Centre Road
Wilmington, Delaware 19805

The undersigned incorporator has executed these
Articles of Incorporation on January 13, 1999.


Its Agent, Karen B. Rozar

ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF INCORPORATION

Corporation Service Company, a Delaware
corporation authorized to transact business in this
State, having a business office identical with the
registered office of the corporation named above, and
having been designated as the Registered Agent in the
above and foregoing Articles, is familiar with and
accepts the obligations of the position of Registered
Agent under Section 607.0505, Florida Statutes.


By: 
Its Agent, Karen B. Rozar
Authorized Service Representative
Corporation Service Company

FWN/ANGIE GLISAR