

# TRANSMITTAL LETTER

**799000004847**

Department of State  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

SUBJECT: Scream Line Merchandise Inc.  
(Proposed corporate name - must include suffix)

600002760736--9  
-02/01/99--01116--006  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

☐ \$70.00  
Filing Fee

☐ \$78.75  
Filing Fee  
& Certificate of Status

☐ \$78.75  
Filing Fee  
& Certified Copy

☐ \$87.50  
Filing Fee,  
Certified Copy  
& Certificate of  
Status

ADDITIONAL COPY REQUIRED

FROM: THAD THOMPSON  
Name (Printed or typed)

2418 N. MONROE St. Unit 140  
Address

TALLAHASSEE FL 32303  
City, State & Zip

(850) 567-1464  
Daytime Telephone number

RECEIVED

99 FEB -1 PM 2:45

DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

99 FEB -1 PM 3:00

FILED

NOTE: Please provide the original and one copy of the articles.

ARTICLES OF INCORPORATION  
OF  
SCREAM LINE MERCHANDISE, INC.

FILED  
99 FEB - 1 PM 3:00  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

WE, THE UNDERSIGNED, desiring to form a stock corporation under the Laws of the State of Florida, do hereby certify as follows:

FIRST: The name of the corporation is SCREAM LINE MERCHANDISE, INC.

SECOND: The purposes for which it is to be formed are to do any and all of the things hereinafter set forth to the same extent as natural persons might or could do in any part of the world, namely:

(a) to own, conduct, operate, maintain and carry on all types and kinds of manufacturing and merchandising of apparel, as well as such other activities that usually are or may be associated therewith.

(b) to purchase, take, receive, lease or otherwise acquire, own, hold, use, improve and deal in and with, and sell, convey, mortgage, transfer and otherwise dispose of lands, real estate and rights and equities of all kinds in land.

(c) to manufacture, purchase or otherwise acquire, own, mortgage, sell, pledge, assign, and transfer, or otherwise dispose of, to invest, trade, deal in and with, goods, wares and merchandize and personal property of every class and description.

(d) to acquire and pay for in cash, stocks or bonds of this corporation or otherwise, the good will, rights, assets and property, and to undertake or assume the whole or any part of the obligations or liabilities of any person, firm, association or corporation.

(e) to borrow money and contract debts when necessary for the transaction of its business or for the exercise of its corporate rights, privileges or franchises or for any other lawful purpose of its incorporation; to issue bonds, promissory notes, bills of exchange, debentures and other obligations and evidences of indebtedness payable at a specified event or events, whether secured by mortgage, pledge, or otherwise, or unsecured for money borrowed or in payment for property purchased or acquired or any other lawful objects.

(f) to acquire, hold, use, sell, assign, lease, grant licenses and privileges, inventions, improvements and processes, copyrights, trademarks, and trade names, relating to or useful in connection with any business of the corporation.

(g) to guarantee, purchase, hold, sell, assign, transfer, mortgage, pledge, or otherwise dispose of shares of the capital stock of, or any bonds, securities or evidences of indebtedness created by any other corporation or corporations organized under the laws of this state or any other state of government, and while the owner of such stock to exercise all the rights, powers and privileges of ownership, including the right to vote thereon.

(h) to purchase, hold, sell and transfer the shares of its own capital stock; provided it shall not use its funds or property for the purchase of its own shares of capital stock except from the surplus of its assets over its liabilities including capital; and provided further that shares of its own capital stock belonging to it shall not be voted upon directly or indirectly nor counted as outstanding for the purpose of any stockholders' quorum or vote.

(i) common stock belonging to any stockholder shall not be offered for sale to any person until it has first been offered for sale to stockholders already holding stock for a period of thirty (30) calendar days.

(j) to conduct business, have one or more offices and hold, purchase, mortgage and convey real and personal property in this state and in any of the several states, territories, possessions and dependencies of the United States, the District of Columbia and in foreign countries.

(k) to do all and everything necessary and proper for the accomplishment of the objects enumerated in this certificate of incorporation or any amendment thereto or necessary or incidental to the protection and benefit of this corporation and in general to carry on any lawful business necessary or incidental to the attainment of the objects of this corporation whether or not such business is similar in nature to the objects set forth in this certificate of incorporation or any amendment thereto and to do any or all of the things herein before set forth to the same extent as natural persons might or could do.

The foregoing clauses shall be construed both as objects and powers; and it is hereby expressly provided that the foregoing enumerations of specific powers shall not be held to limit or restrict in any manner the powers of this corporation.

**THIRD:** The total number of shares that may be issued by the corporation is one hundred (100) shares, all of which shall be designated common stock, having a par value of ten (\$10.00) Dollars per share.

The capital of the corporation shall be at least equal to the sum of the aggregate par value of all issued shares, plus such amount as, from time to time, by the resolution of the Board of Directors, may be transferred thereto.

The entire voting power for the election of directors and for all other purposes shall be vested in the holders of the common stock, held by them on record.

**FOURTH:** The amount of capital with which the corporation will begin business shall be more than ONE THOUSAND (1000.00) DOLLARS.

**FIFTH:** The duration of the corporation shall be perpetual.

**SIXTH:** The post office address of the principal office of the corporation is 3401 Tresher Dr. Tallahassee, Florida 32312.

**SEVENTH:** The corporation shall have four directors 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 four.

**EIGHTH:** The names and post office addresses of the first Board of Directors and officers, who subject to the provisions of the Articles of Incorporation By-Laws, and Chapter 608 of the Florida Statutes of 1959, shall hold office for the first year of the corporation's existence or until their successors are duly elected and have qualified are as follows:

Thaddaeus T. Thompson, President	3401 Thresher Dr. Tallahassee, Florida 32312
Scott A. Stapp, Vice-President	3401 Thresher Dr. Tallahassee, Florida 32312
Robert F. Thompson, Vice-President	382 Grove Ct. Winter Garden, Florida 34787
Hillaree Burns Stapp, Secretary-Treasurer	3401 Thresher Dr. Tallahassee, Florida 32312


NINTH: The post office address of each subscriber of the Articles of Incorporation is as follows:

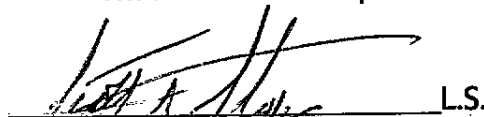
Thaddaeus T. Thompson	3401 Thresher Dr. Tallahassee, Florida 32312
Scott A. Stapp	3401 Thresher Dr. Tallahassee, Florida 32312

TENTH: Dividends shall be declared by the Board of Directors within their discretion, and at such times as they may direct, and in accordance with all applicable provisions of law.

ELEVENTH: No contract or other transaction of the corporation with any person, firm or corporation or in which this corporation is interested shall be affected or invalidated by (1) the fact that any one or more of the directors of this corporation is interested in or is a director or officer of another corporation; or (2) the fact that any director, individually or jointly with others may be a party to or may be interested in any such contract or transaction, and each and every person who may become a director of this corporation is hereby relieved of any liability that might otherwise arise by reason of his contracting with the corporation for the benefit of himself or any firm or corporation in which he may be in anyway interested.

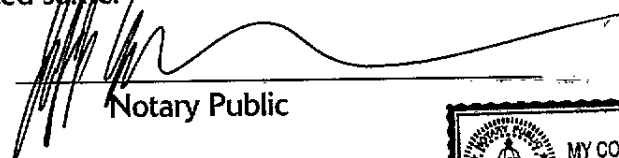
IN WITNESS WHEREOF, we have made, signed, and acknowledged these Articles of Incorporation, this 15th day of November, A. D. 1998, at Tallahassee, Florida

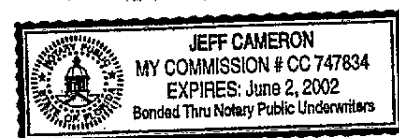
  
Thaddaeus T. Thompson L.S.

  
Scott A. Stapp L.S.

STATE OF FLORIDA, )  
                                  ) SS.  
COUNTY OF LEON    )

On this 15th. day of November, A.D. 1998, before me, personally appeared Thaddaeus T. Thompson, and Scott A. Stapp, to me well known and known to me to be the individuals described in and who executed the foregoing Articles of Incorporation and they acknowledged they executed same.

  
Notary Public



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

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, 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: Screen Line Merchandise Inc.

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

THAD THOMPSON  
(NAME)

2418 N. MONROE ST. Unit 140  
(P.O. Box or Mail Drop Box NOT ACCEPTABLE)

TALLAHASSEE FL 32303  
(CITY/STATE/ZIP)

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.

JHL  
(SIGNATURE)

2-1-99  
(DATE)

FILED  
99 FEB -1 PM 3:30  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA