

P99000030195

March 24, 1999

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 MAR 29 PM 2:35

SKYTRAIN PICTURES, CORP.
Douglas Maxwell
P.O Box 691328
Orlando, Florida
32869-328

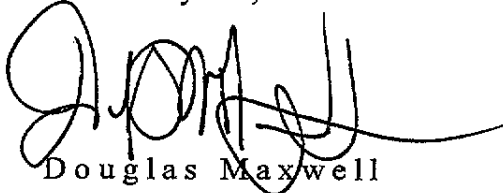
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Dear Sir or Madam:

Enclosed please find the necessary documents for the corporate registration of Skytrain Pictures, Corp., along with a check in the amount of \$70 for the filing fee of the Articles of Incorporation and the fee for the Designation of Registered Agent & Acceptance.

Also enclosed is a photocopy of these corporate documents. Please return this to me with the filing date stamped on it.

Thank you,


Douglas Maxwell

D. BROWN APR - 1 1999

STATE OF FLORIDA
ARTICLES OF INCORPORATION
OF
SKYTRAIN PICTURES, CORP.

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ARTICLE I **NAME**

The name of the corporation shall be Skytrain Pictures, Corp.

ARTICLE II **PRINCIPAL OFFICE**

The principal place of business shall be 620 Lake Biscayne Way, Orlando, Florida and the mailing address of the corporation shall be P.O. Box 691328, Orlando, Florida 32869-1328.

ARTICLE III **SHARES**

The aggregate number of shares which the corporation shall have the authority to issue is one hundred (100) and the par value of each shall be ten dollars (\$10.00).

ARTICLE IV **INITIAL REGISTERED AGENT AND STREET ADDRESS**

The name and street address of the initial registered agent are: Douglas Maxwell, 620 Lake Biscayne Way, Orlando, Florida 32824.

ARTICLE V **INCORPORATOR**

The name and address of the incorporator to these articles of incorporation are:

Douglas Maxwell, 620 Lake Biscayne Way, Orlando, Florida 32824

ARTICLE VI **DURATION**

The duration of the corporation is perpetual.

ARTICLE VII **PURPOSE**

The corporation has been organized to transact any and all lawful business for which corporations may be incorporated in this state.

ARTICLE VIII **INITIAL BOARD OF DIRECTORS**

The number of directors constituting the initial board of directors of the corporation is one. His name and address is as

follows:

Douglas Maxwell, 620 Lake Biscayne Way, Orlando, Florida 32824.

IN WITNESS WHEREOF, the undersigned incorporators have executed these articles of incorporation this 24 day of March, 1999.

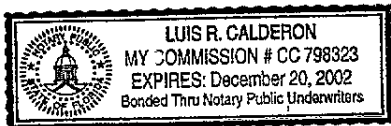
Lain
Witness

[Signature]
Signature/Incorporator

3/24/1999
Date

STATE OF FLORIDA
COUNTY OF ORANGE

On 03/24/99, the above persons appeared before me, a notary public and are personally known or proved to me to be the persons whose names are subscribed to the above instrument who acknowledged that he/she executed the instrument.



Lain
NOTARY PUBLIC, State of Florida
My Commission Expires: _____

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

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.

[Signature]
Signature/Registered Agent

3/24/1999
Date

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