

P99000032248



THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 194873 5017077

AUTHORIZATION :

Patricia Pizant

COST LIMIT : \$ 70.00

ORDER DATE : April 6, 1999

ORDER TIME : 9:59 AM

ORDER NO. : 194873-005

CUSTOMER NO: 5017077

CUSTOMER: Ms. Jeanelle Ricca
SHORT & PERLMAN, P.C.
SHORT & PERLMAN, P.C.
115 East Micheltorena Street

Santa Barbara, CA 93101

DOMESTIC FILING

NAME: SLAM ALLEY PRODUCTIONS, INC.

EFFECTIVE DATE:

300002830543--8

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Angie Glisar

EXAMINER'S INITIALS:

611
W99-8340

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 APR -6 PM 2:41

RECEIVED
99 APR -6 AM 10:42
4/8/99



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

99 APR -6 PM 2:41

April 7, 1999

CSC NETWORKS
1201 HAYS STREET
TALLAHASSEE, FL 32301

SUBJECT: SLAM ALLEY PRODUCTIONS, INC.
Ref. Number: W99000008340

RESUBMIT
Please give original
submission date as file date.

We have received your document for SLAM ALLEY PRODUCTIONS, INC. and the authorization to debit your account in the amount of \$70.00. However, the document has not been filed and is being returned for the following:

The registered agent must sign accepting the designation.

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) 487-6973.

Claretha Golden
Document Specialist

Letter Number: 699A00017605

RECEIVED

99 APR -8 AM 9:58

DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

SLAM ALLEY PRODUCTIONS, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

99 APR -6 PM 2:41

The undersigned, being an individual, does hereby act as incorporator in adopting the following Articles of Incorporation for the purpose of organizing a corporation for profit pursuant to the provisions of the Florida Business Corporations Act:

FIRST: The corporate name for the corporation (hereinafter called the "corporation") is Slam Alley Productions, Inc.

SECOND: The street address, wherever located, of the principal office of the corporation is 532 Colorado Avenue, Santa Monica, California 90401

The mailing address, wherever located, of the corporation is 532 Colorado Avenue, Santa Monica, California 90401

THIRD: The number of shares that the corporation is authorized to issue is 500,000, all of which are without par value and are of the same class and are Common shares.

FOURTH: The street address of the initial registered office of the corporation in the State of Florida is c/o Corporation Service Company, 1201 Hays Street, Tallahassee, Florida 32301.

The name of the initial registered agent of the corporation at the said registered office is Corporation Service Company.

The written consent of the said initial registered agent, as required by the provisions of Section 607.0501(3) of the Florida Business Corporation Act, is set forth following the signature of the incorporator and is made part of these Articles of Incorporation.

FIFTH: The name and the address of the incorporator are:

NAME

ADDRESS

George Short

Short & Perlman, P.C.
115 East Micheltorena Street
Santa Barbara, California 93101

SIXTH: No holder of any of the shares of any class of the corporation shall be entitled, as of right, to subscribe for, purchase, or otherwise acquire any shares of any class of the corporation which the corporation proposes to issue or any rights or options which

the corporation proposes to grant for the purchase of shares of any class of the corporation or for the purchase of any shares, bonds, securities, or obligations of the corporation which are convertible into or exchangeable for, or which carry any rights to subscribe for, purchase, or otherwise acquire shares of any class of the corporation; and any and all shares, bonds, securities, or obligations of the corporation, whether now or hereafter authorized or created may be issued, or may be reissued if the same have been reacquired and if their reissue is not prohibited, and any and all such rights and options granted by the Board of Directors to such individuals or entities, and for such lawful consideration, and on such terms, as the Board of Directors in its discretion may determine, without first offering same, or any thereof, to any said holder.

SEVENTH: The purpose for which the corporation is organized shall include the authority of the corporation to engage in any lawful business for which corporations may be organized under the Florida Business Corporation Act and the corporation shall have all of the general powers granted to corporations organized under the Florida Business Corporation Act, whether granted by specific statutory authority or by construction of law.


EIGHTH: The duration of the corporation shall be perpetual.

NINTH: The corporation shall, to the fullest extent permitted by the provisions of the Florida Business Corporation Act, as the same may be amended and supplemented, indemnify any and all persons whom it shall have power to indemnify under said provisions from and against any and all of the expenses, liabilities, or other matters referred to in or covered by said provisions, and the indemnification provided for herein shall not be deemed exclusive of any rights to which those indemnified may be entitled under any Bylaw, vote of shareholders or disinterested directors, or otherwise, both as to action in another capacity while holding such office, and shall continue as to a person who has ceased to be a director, officer, employee, or agent and shall inure to the benefit of the heirs, executors, and administrators of such a person.

TENTH: Whenever the corporation shall be engaged in the business of exploiting natural resources or other wasting assets, distributions may be paid in cash out of depletion or similar reserves at the discretion of the Board of Directors and in conformity with the provisions of the Florida Business Corporation Act.

ELEVENTH: The corporate existence of the corporation shall begin on April 6th, 1999.

Signed on April 5, 1999


George Short, Its Incorporator

Having been named as registered agent and to accept service of process for the above named corporation at the place designated in these Articles of Incorporation, the undersigned hereby accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of the duties of the undersigned, and the undersigned is familiar with and accepts the obligations of the position of the undersigned as registered agent.

Corporation Service Company

Dated: 4-7-99

By: Karen B. Rozar

Karen B. Rozar, As Its Agent

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