

P99000047704
TRANSMITTAL LETTER

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

FILED
99 MAY 26 AM 10:44
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SUBJECT: ALPHA & OMEGA ENTERTAINMENT
GROUP. CORP.
(Proposed corporate name must include suffix)

700002886917--3
-05/26/99--01039--023
*****70.00 *****70.00

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

☐ \$122.50
Filing Fee
& Certified Copy

☐ \$131.25
Filing Fee,
Certified Copy
& Certificate

Additional Copy Required

FROM:

STANLEY J. KMET
Name (printed or typed)

4286 LITTLE OSPREY
Address

TALLAHASSEE, FL 323
City, State & Zip

850 562-6843
Daytime Telephone number

RECEIVED
99 MAY 26 AM 10:15
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

MAIL-OUT

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

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99 MAY 26 AM 10:44

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
ALPHA & OMEGA ENTERTAINMENT GROUP INC.

ARTICLE I. CORPORATE NAME

The name of this corporation is ALPHA & OMEGA ENTERTAINMENT
GROUP INC., whose address is 4286 Little Osprey Drive,
Tallahassee, Florida 32303.

ARTICLE II. PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation
is 4286 Little Osprey Drive, Tallahassee, Florida 32303.

ARTICLE III. CAPITAL STOCK

The number of shares of stock that this corporation is
authorized to have outstanding at any one time is 10,000 shares of
\$1.00 par value stock.

ARTICLE IV. INITIAL REGISTERED AGENT AND OFFICE

The name and address of the initial registered agent is
Dr. Stanley J. Kmet, 4286 Little Osprey Drive,
Tallahassee, Florida 32303.

ARTICLE V. INCORPORATOR

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

STANLEY J. KMET PH.D
4286 LITTLE OSPREY DRIVE
TALLAHASSEE, FLORIDA 32303

ARTICLE VI. DURATION

This corporation shall exist perpetually unless sooner dissolved according to law.

ARTICLE VII. INITIAL BOARD OF DIRECTORS

This corporation shall have seven directors initially. The number of directors may either be increased or decreased from time to time as provided in the by-laws. The names and addresses of the initial directors of this corporation are:

Stanley J. Kmet, Ph. D.
4286 Little Osprey Drive
Tallahassee, Florida 32303

Trent Franks
7726 N.30th Drive S. 700
Phoenix, Arizona 85051

Scott McHugh
15275 HighGrove Rd.
Alpharetta, Georgia 30004

Al Kasha
9249 Burton Way S.
Beverly Hills, California 90210

Gary Beaton
629 Old Glory Rd.
Maryville, Tennessee 37801

Renato C. Bruder
817 Swaying Palm Dr.
Apopka, Florida 32712

Dr. Gil McDowell
105 Rosewood Dr.
Palm Harbor, Florida 34685

ARTICLE VIII. BY-LAWS

The power to adopt, alter, amend or repeal By-Laws shall be vested in the Board of Directors.

ARTICLE XI. RESTRICTIONS ON TRANSFER OF STOCK

Shares held by the initial shareholders of the corporation may not be resold or otherwise transferred to other persons unless such shares are offered first to the other shareholders and then to the corporation. The price and terms at which, and the time in which, such shares may be offered and sold shall be further specified in the By- Laws.

ARTICLE X. INDEMNIFICATION

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

ARTICLE XI. PURPOSE

The purpose of this company is to produce & finance motion pictures, TV, videos and other media ventures.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of
Incorporation this 26 Day of MAY, 1999


STANLEY J. KMET

I hereby accept the designation as resident agent of the corporation


STANLEY J. KMET

STATE OF FLORIDA
COUNTY OF LEON

BEFORE ME APPEARED STANLEY J. KMET WHO PRODUCED
AS IDENTIFICATION OR WHO IS PERSONALLY KNOWN TO ME, AND WHO
EXECUTED THE FOREGOING ARTICLES, AND HE ACKNOWLEDGED BEFORE
ME THAT HE EXECUTED THOSE ARTICLES.

IN WITNESS WHEREOF, I HAVE HERE UNTO SET MY HAND AND AFFIXED MY
SEAL THIS DAY OF , 1999.

NOTARY PUBLIC
MY COMMISSION EXPIRES:
(SEAL)

**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: ALPHA & OMEGA ENTERTAINMENT GROUP CORP.

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

STANLEY J. KMET
(NAME)

4286 LITTLE OSPREY DR.
(P.O. Box or Mail Drop Box NOT ACCEPTABLE)

TALLAHASSEE, FL. 32303
(CITY/STATE/ZIP)

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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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.

Stanley J. Kmet
(SIGNATURE)

5/20/99
(DATE)