

P497000053567

Lacy
6910 N. W. 2nd Terrace
Boca Raton, Florida
33487

City/State/Zip

Phone #

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

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05/20/99--01050--007
78.75 *****78.75

1. _____
(Corporation Name) (Document #)
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- ☐ Walk in ☐ Pick up time _____ ☐ Certified Copy
☐ Mail out ☐ Will wait ☐ Photocopy ☐ Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

FILED
99 JUN 14 AM 10:59
SECRETARY OF STATE
TALLAHASSEE FLORIDA

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02553

Examiner's Initials

B. BROCK JUN 14 1999

6/9/99

Ms. Barbara Brock
Document Specialist
Florida Department of State
Corporations Division

Dear Ms. Brock,

As you requested, we are sending you this letter to provide you with our address, and telephone number where we can be reached during working hours. Also we are including our signed statement of acceptance for the registered agent. If you have any questions, kindly contact the undersigned.

Bill Lacy
Bill Lacy
6910 NW 2nd Terrace
Boca Raton, Florida 33487
561 912-9002, Fax 561 912-9003



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

May 26, 1999

WILLIAM R. LACY
6910 NW 2ND TERRACE
BOCA RATON, FL 33487

SUBJECT: CINEMAPREVIEWS INCORPORATED
Ref. Number: W99000012303

We have received your document for CINEMAPREVIEWS INCORPORATED and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must contain a registered agent with a Florida street address and a signed statement of acceptance. (i.e. I hereby am familiar with and accept the duties and responsibilities of Registered Agent.)

We regret that we were unable to contact you by phone. Please return the corrected document with a letter providing us with an address and telephone number where you can be reached during working hours.

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) 487-6925.

Barbara Brock
Document Specialist

Letter Number: 699A00029005

Division of Corporations - P.O. BOX 6327 -Tallahassee, Florida 32314

Articles of Incorporation
Of
CinemaPreviews Incorporated

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99 JUN 14 AM 10:59
SECRETARY OF STATE
TALLAHASSEE FLORIDA

I, the undersigned natural person above the age of (21) years, being a citizen of the state of Florida, acting as an incorporator of a corporation under the Florida State Statues (the "Statutes"), do hereby adopt the following Articles of Incorporation for such corporation.

Article One: Name

The name of the corporation is Cinemapreviews Incorporated.

Article Two: Period of Duration

The period of duration is perpetual or until dissolved or merged or consolidated in some lawful manner.

Article Three: Purposes and Powers

The purposes and powers for which the corporation is organized is to; create programming, operate internet sites, and to further transact any and all lawful business for which corporation may be incorporated under the Act; subject to the provisions of the Florida Laws.

Article Four: Capitalization and Voting

Section 1. Authorized Shares - The aggregate number of shares of capital stock which the corporation shall have authority to issue is One Thousand (1,000) shares of Common Stock of the par value of One Dollar and No/100 (\$1.00) per share, constituting aggregate capital stock of One Thousand Dollars and No/100 (\$1,000.00).

Section 2. Voting - In the exercising of voting privileges, each holder of shares of the capital stock of the corporation shall be entitled to One (1) vote for each share held in his name on the books of the corporation. In all elections of directors of the corporation, cumulative voting is expressly prohibited. As such, each holder of shares of capital stock of the corporation entitled to vote at the election of directors shall have the right to vote, in person or by proxy, all or any portion of such shares for or against each individual director to be elected and shall not be entitled to vote for or against

any one director more than the aggregate number of shares held by such holder which are entitled to vote on the election of directors.

Article Five: Commencement of Business

The corporation shall not commence business until it has received for the issuance of its shares of common stock consideration of the value of at least One Thousand Dollars and No/100 (\$1,000.00) consisting of money paid, labor done, or property actually received.

Article Six: Registered Agent and Principal Offices

Section 1. Registered Agent - The address of the initial registered office of the corporation is: The registered agent is William R. Lacy. 6910 NW 2nd Terrace, Boca Raton, Florida 33487.

Section 2. Principal Office - The corporations principal office mailing address is the same as the Registered Agent:
6910 NW 2nd Terrace, Boca Raton, Florida 33487.

Article Seven: Directors

Section 1. Initial Board of Directors - The Initial Board of Directors shall consist of two (2) members who need not be residents of the state of Florida or shareholders of the corporation. The number of directors of the corporation may from time to time vary in accordance with the by-laws of the corporation and the Act.

Section 2. Name and Address - The names and addresses of the persons who are to serve as directors until the first annual meeting of shareholders or until their successors are elected and qualified, or until their earlier death, resignation, or removal are as follows:

William R. Lacy - President
6910 NW 2nd Terrace, Boca Raton, Florida 33487

Lucille A. Lacy - Vice President / Secretary
6910 NW 2nd Terrace, Boca Raton, Florida 33487

Article Eight: Incorporation

The name and address of the Incorporator is as follows:

William R. Lacy - President
6910 NW 2nd Terrace, Boca Raton, Florida 33487

Article Nine: Special Power of Board of Directors

In furtherance of, and not in limitation of the powers and authorities conferred under the Act, the board of directors is expressly authorized to:

1. make, alter, amend and rescind the by-laws of the corporation; to fix, adjust and maintain from time to time the amount to be reserved as working capital; and to authorize and cause to be executed mortgages and liens upon the real and personal property of the corporation.
2. from time to time determine whether and to what extent and at what times and places and under what conditions and provisions the accounts and books of the corporation shall be maintained and made available for inspection of any shareholder, and no shareholder shall have any right to inspect any account of books or records of the corporation, except as provided in the Act, or authorized by the board of directors.
3. if the by-laws so provide, to designate two or more of their number to constitute an executive committee, which committee shall, as provided in said resolution or in the by-laws of the corporation, have and exercise the management of the business and affairs of the corporation, except to the extent that the Act requires a particular matter to be authorized by the board of directors.

Article Ten: Transactions with Directors, Officers, Shareholders

The officers, directors and shareholders holding Fifty One percent (51%) or more of the outstanding capital stock of the corporation ("insiders") may enter into business transactions with the corporation in which they are personally interested without such transaction being affected or invalidated solely because of such personal interest; provided, however, that nothing contained herein shall relieve any insider from liability for breach of the fiduciary duties of an insider or authorize any insider to enter into any transaction with the

corporation in which such insider has a material interest for the purpose of personal gain to the detriment of the corporation.

Article Eleven: Indemnification

The corporation shall have the power and authority to indemnify and hold harmless directors and/or officers as authorized by the board of directors in accordance with the Act and the by-laws of the corporation against any and all loss, risk, damage, or expense arising from any action, suit, claim or proceeding in which they are made parties by reason of their capacity or relationship with the corporation, except to the extent that any such person should be adjudged or determined to be liable for negligence or misconduct in the performance of his duties or obligations in such capacity of relationship. Indemnification so made and entered into shall not be deemed exclusive of any other rights to which any such person might otherwise be entitled.

Article Twelve: Meetings

Both shareholders and directors shall have the power and authority to hold their meetings either within or without the state of Florida, upon compliance with the provisions of the by-laws pertaining thereto, and the corporation may have one or more offices in addition to its principal office in the state of Florida, and keep its books and records (subject to the provisions of the Act) outside the state of Florida at such places as may be from time to time designated by the board of directors.

Article Thirteen: Additional Powers in by-laws

The corporation may in its by-laws confer powers and authorities upon the board of directors in addition to the foregoing and in addition to those expressly conferred upon them by the Act, to the fullest extent permitted by law, subject however to the provisions of the Florida Laws.

Article Fourteen: Amendments

The corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation or in its by-laws in the manner now or hereafter prescribed by the Act, and all rights conferred on shareholders herein are granted subject to the reservation.

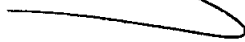
Article Fifteen: Captions

The captions used in these Articles of Incorporation are for convenience only and shall not be construed in interpreting the provisions hereof.

In Witness Whereof, I have hereunto set my hands this

18 Day of May, 1999.

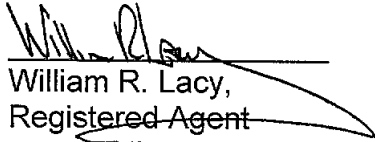
William R. Lacy
William R. Lacy



Statement of Acceptance
for
Registered Agent

I hereby am familiar with, and accept the duties and responsibilities of Registered Agent.

Accepted By:


William R. Lacy,
Registered Agent

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99 JUN 14 AM 10:59
SECRETARY OF STATE
TALLAHASSEE FLORIDA