

TRANSMITTAL LETTER 9797

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

SUBJECT:

Orbis Media, Inc.

(Proposed corporate name - must include suffix)

300003108643--9
-01/24/00--01123--004
*****87.50 *****87.50

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:

Jack D. Chasteen

Name (Printed or typed)

8102 Belshire Dr.

Address

Orlando, FL 32835

City, State & Zip

(407) 523-0230

Daytime Telephone number

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

00 JAN 24 PM 2:17

FILED

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

T BROWN JAN 28 2000

ARTICLES OF INCORPORATION

OrbisMedia, Inc.

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Cooperation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I: Name

The name of this corporation shall be:

OrbisMedia, Inc.

ARTICLE II: Purpose

This is a profit corporation as provided for by 607.0301, F.S.

ARTICLE III: Principle Office

The principle place of business and mailing address of this corporation shall be:

**Jack D. Chasteen
8102 Belshire Dr.
Orlando, FL 32835**

ARTICLE IV: Shares

- (a) The corporation is authorized to issue two classes of shares designated "Preferred Stock" and "Common Stock", respectively, \$1.0000 par value. The number of shares of Preferred Stock authorized to be issued is 1,000 and the number of shares of Common Stock authorized to be issued is 9,000.
- (b) The Preferred Stock may be divided into such number of series as the board of directors may determine. The board of directors is authorized to determine and alter the rights, preferences, privileges and restrictions granted to and imposed upon any wholly unissued series of Preferred Stock, and to fix the number of shares of any series of Preferred Stock and the designation of any such series of Preferred Stock. The board of directors, within the limits and restrictions stated in any resolution or resolutions of the board of directors originally fixing the number of shares constituting any series, may increase or decrease (but not below the number of shares of such series then outstanding) the number of shares of any series subsequent to the issue of shares of that series.

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ARTICLE V: Liability of Directors

- (a) To the fullest extent permitted by Florida law, no director of the corporation shall be personally liable to the corporation or its stockholders for monetary damages for breach of fiduciary duty as director.
- (b) This corporation is authorized to provide indemnification of agents through bylaw provisions, agreements with agents, vote of shareholders or disinterested directors, or otherwise, to the fullest extent permissible under Florida law.
- (c) Any amendment, repeal or modification of any provision of this Article V shall not adversely affect any right or protection of an agent of this corporation existing at the time of such amendment, repeal or modification.

ARTICLE VI: Board of Directors

- (a) The Board of Directors of the corporation shall have the power to adopt, amend or repeal Bylaws of the corporation, but the stockholders may make additional Bylaws and may alter or repeal any Bylaw whether adopted by them or otherwise.
- (b) Election of directors need not be by written ballot except to the extent the Bylaws of the corporation shall so provide.

ARTICLE VII: Initial Registered Agent and Street Address

The name and complete business address in the State of Florida of this corporation's initial agent for service of process is:

**Jack D. Chasteen
8102 Belshire Dr.
Orlando, FL 32835**

ARTICLE VIII: Incorporator

The name and complete business for the incorporator to the Articles of Incorporation is:

Jack D. Chasteen
8102 Belshire Dr.
Orlando, FL 32835

Jack D. Chasteen
Signature/Incorporator

1/19/2000
Date

Having been named as registered agent to and 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 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.

Jack D Chasteen
Signature/Registered Agent

1/19/2000
Date

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