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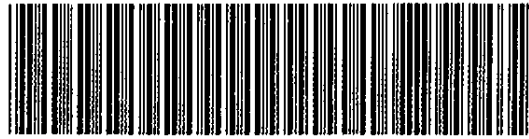
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LUTZ, BOBO, TELFAIR, EASTMAN, GABEL & LEE

LAW FIRM

J. ALLEN BOBO

ROGER P. CONLEY*

JOHN R. DUNHAM, III

DAVID D. EASTMAN

JODY B. GABEL

LAURA L. GLENN

SCOTT E. GORDON

CAROL S. GRONDZIK

WILLIAM R. KORP*

RICHARD P. LEE

H. ROGER LUTZ

SUSAN E. RICE

KARL M. SCHEUERMAN

CHARLES W. TELFAIR, IV

JONATHAN P. WHITNEY

ONE SARASOTA TOWER
TWO NORTH TAMiami TRAIL
SUITE 500
SARASOTA, FLORIDA 34236-5575

TELEPHONE: (941) 951-1800
TOLL FREE: (877) 951-1800
FAX: (941) 366-1603
E-MAIL: LAW@LUTZBOBO.COM

PLEASE REPLY TO: SARASOTA

TALLAHASSEE OFFICE:
2155 DELTA BOULEVARD
SUITE 210B
TALLAHASSEE, FLORIDA
TOLL FREE: (877) 521-0890

BRADENTON OFFICE:
2401 MANATEE AVENUE W.
BRADENTON, FLORIDA 34205

*OF COUNSEL

April 22, 2011

Department of State
Division of Corporation
Post Office Box 6327
Tallahassee, FL 32314

Re: **RAINBOW ENTERTAINMENT, INC.**

Dear Sir or Madam:

In connection with the above referenced matter we enclose the following items:


1. Original and one copy of the Articles of Incorporation.
2. Check in the sum of \$122.50.

We would appreciate your filing these Articles at your earliest convenience and returning a copy of the filed document to the above address. Should you have any questions or concerns, please do not hesitate to contact us.

Sincerely,

LUTZ, BOBO, TELFAIR, EASTMAN, GABEL & LEE

By:


KATHLEEN A. SAWDO, CP, FRP
Certified Paralegal

KAS:Sawmill_Rainbow_AOI_Filing_ltr
Enclosures
Via Federal Express

ARTICLES OF INCORPORATION
OF
RAINBOW ENTERTAINMENT, INC.

The undersigned incorporator, for the purpose of forming a Corporation for profit under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation:

ARTICLE I - NAME

The name of the corporation is:

RAINBOW ENTERTAINMENT, INC.

ARTICLE II - TERM OF EXISTENCE

The Corporation is to exist perpetually.

ARTICLE III - PURPOSES

The purposes of the Corporation are to engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV - CAPITAL STOCK

The shares of stock of this Corporation shall consist of only one class. The number of shares of stock that this Corporation is authorized to have outstanding at any one time is 1,000 Shares of Common Stock having a par value of \$1.00 per share.

ARTICLE V - PRINCIPAL OFFICE

The principal place of business and mailing address of this Corporation shall be 21710 US Highway 98, Dade City, Florida 33523.

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ARTICLE VI - INITIAL REGISTERED AGENT AND ADDRESS

The street address of the registered office of this Corporation is 2 North Tamiami Trail, Suite 500, Sarasota, Florida 34236 and the registered agent at such office is SCOTT E. GORDON, ESQUIRE.

ARTICLE VII - DIRECTORS

This Corporation shall have three (3) Directors initially. The number of Directors may be changed from time to time by Bylaws adopted by the Shareholders. The name and address of each member of the first Board of Directors is:

GEORGE CRESSMAN	21710 US Highway 98, Dade City, Florida 33523
RON GODSHALK	21710 US Highway 98, Dade City, Florida 33523
LAWRENCE LUPINETTI	21710 US Highway 98, Dade City, Florida 33523

ARTICLE VIII - AMENDMENT

These Articles of Incorporation may be amended in certain instances by the Board of Directors as provided by statute and in certain instances by resolutions adopted by the Board of Directors, proposed by them to the Shareholders and approved at a Shareholders Meeting by a majority of the stock entitled to vote thereon.


ARTICLE IX - INCORPORATORS

The name and street address of the incorporator to these Articles of Incorporation is:

Scott E. Gordon	2 N. Tamiami Trail, Suite 500 Sarasota, Florida 34236
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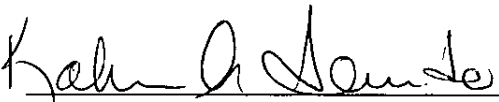
The undersigned has executed these Articles this 22 day of April, 2011.


SCOTT E. GORDON

"INCORPORATOR"

STATE OF FLORIDA
COUNTY OF SARASOTA

The foregoing instrument was acknowledged before me this 22 day of April, 2011, by SCOTT E. GORDON (Notary choose one) [] who is personally known to me.

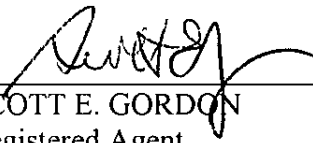

Notary Public
Print Name of Notary Public
My Commission Expires:



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TALLAHASSEE, FLORIDA

ACCEPTANCE OF REGISTERED AGENT

Having been named as Registered Agent and to accept service of process for RAINBOW ENTERTAINMENT, INC. at the place designated in the Articles, 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.



SCOTT E. GORDON
Registered Agent

Date: 4-22-11

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