### CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302 (850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

Signature

Name

Walk-In

Requested by:

Date

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|               | Art of Inc. File               |
|               | LTD Partnership File           |
|               | Foreign Corp. File             |
|               | L.C. File                      |
|               | Fictitious Name File           |
|               | Trade/Service Mark             |
|               | Merger File HARRY TAPE         |
|               | Art. of Amend. File            |
|               | RA Resignation R               |
|               | Dissolution / Withdrawal 5     |
|               | Annual Report / Reinstatement  |
|               | Cert. Copy                     |
|               | Photo Copy                     |
|               | Certificate of Good Standing   |
|               | Certificate of Status          |
|               | Certificate of Fictitious Name |
|               | Corp Record Search             |
|               | Officer Search                 |
|               | Fictitious Search              |
| F**           | Fictitious Owner Search        |
|               | Vehicle Search                 |
|               | Driving Record                 |
| <b>&gt;</b> . | UCC 1 or 3 File                |
| >             | UCC 11 Search                  |
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#### ARTICLES OF INCORPORATION

OF

INTRIGUE PRODUCTIONS, INC.

A Not for Profit Corporation

The undersigned, acting as incorporators of a corporation under the Not for Profit Corporation Act of the State of Florida, adopt the following articles of incorporation for such corporation:

# ARTICLE I NAME AND LOCATION

The name of the corporation, hereinafter referred to as the "Corporation" is INTRIGUE PRODUCTIONS, INC., and the principal office of the corporation shall be 524 Hazel Street West, Orlando, Florida 32804.

### ARTICLE II PURPOSES AND OBJECTIVES

The period of duration of the Corporation is perpetual

### ARTICLE III MEMBERSHIP

The Corporation is organized exclusively for charitable, \_\_\_ religious, educational, and scientific purposes, including for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code. The Corporation may receive and administer funds for scientific, religious, educational, and charitable purposes, within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986 and to that end, the Corporation is empowered to hold any property, or any undivided interest therein, without limitation as to amount or value; to dispose of any such property and to invest, reinvest, or deal with the principal or the income in such manner as, in the judgment of the directors, will best promote the purposes of the Corporation, without limitation, except such limitations, if any, as may be contained in the instrument under which such property is received, these Articles of Incorporation, the By-Laws of the Corporation, or any applicable laws, to do any other act or thing incidental to or connected with the foregoing purposes or in advancement thereof, but not for the pecuniary profit or financial gain of its directors or officers except as permitted under the Not-for-Profit Corporation Law.

No part of the net earnings of the Corporation shall inure to the benefit of any member, trustee, officer of the Corporation, or any private individual, except that reasonable compensation may be paid for services rendered to or for the Corporation affecting one or more of its purposes, and no member, trustee, officer of the Corporation, or any private individual shall be entitled to share in the distribution of any of the corporate assets on dissolution of the Corporation. No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting, to influence legislation, and the Corporation shall not participate in or intervene in, including the publication or distribution of statements, any political campaign on behalf of any candidate for public office.

Upon the dissolution of the Corporation or the winding up of its affairs, the assets of the Corporation shall be distributed exclusively to one or more charitable, religious, scientific, testing for public safety, literary, or educational organizations which would then qualify under the provisions of Section 501(c)(3) of the Internal Revenue Code and its Regulations as they now exist or as they may be hereafter amended, or to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by the Court of Common Pleas of the county in which the principal office of the Corporation is then located, exclusively for such purposes or to such organization or organizations as said Court shall determine, which are organized and operated exclusively for such purposes.

### ARTICLE IV MEMBERS

The qualifications for members and the manner of their admissions shall be regulated by the by-laws.

# ARTICLE V RESIDENT AGENT

WALTER R. MOON, whose address is 200 North Primrose Drive, Orlando, Florida 32803, is hereby appointed the initial registered agent of this corporation.

# ARTICLE VI MANAGEMENT AND TIME OF ELECTION

The control and management of this corporation and its affairs and property shall be vested in a board of directors, each of whom shall be members of the corporation, except as set forth in the bylaws of this corporation, and each of whom shall be elected and governed according to the bylaws of this corporation.

#### ARTICLE VII NAMES OF OFFICERS

The names of the officers who shall serve until the first election to be held at the first annual meeting of the Board of Directors are as follows:

> President and Treasurer MICHAEL WIESBROCK Vice President Secretary

WALTER WINSTON HARRY RAU

#### ARTICLE VIII NAMES OF DIRECTORS

The following three (3) persons shall constitute the membership of the first Board of Directors who shall serve until the first election of members of the Board of Directors at the first annual meeting of the members:

MICHAEL WIESBROCK HARRY RAU WALTER WINSTON

#### ARTICLE IX INCORPORATOR

The name and address of the initial incorporator is: Walter R. Moon, 200 North Primrose Drive, Orlando, Florida 32803.

#### ARTICLE X BYLAWS

The bylaws of this corporation shall be adopted by the initial Board of Directors at the organizational meeting of the corporation and thereafter may not be deleted or modified, but may be supplemented when in the opinion of a majority of the Board of Directors at a regular or special meeting such supple mentation is deemed necessary. All questions of interpretation of the bylaws shall be decided by the Board of Directors.

### ARTICLE XI AMENDMENT OF ARTICLES OF INCORPORATION

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment hereto by a majority vote of the directors of the corporation.

IN WITNESS WHEREOF, the undersigned have made and subscribed to these Articles of Incorporation at Orlando, Florida, on January 12, 2000.

Incorporator

am familiar with and accept HEREBY the duties and responsibilities as registered agent for said corporation.

2000.

WALTER R. Registered Agent

STATE OF FLORIDA COUNTY OF ORANGE

BEFORE ME, a notary public authorized to take acknowledgments in the state and county named above personally appeared WALTER R. MOON, to be well known to be the person described as incorporator in the foregoing Articles of Incorporation and he acknowledged before me that he executed said Articles of Incorporation.

hand and official Witness my seal this

2000.

PUBLIC

Commission Expires:

Judith A. Johnson COMMISSION # CC790279 EXPIRES December 12, 2002 BONDED THRU TROY FAIN INSURANCE, INC.