

N9800001012

DONAHOO, DONAHOO & BALL, P.A.

SUITE 2925

50 NORTH LAURA STREET

JACKSONVILLE, FLORIDA 32202

THOMAS M. DONAHOO*

HAYWOOD M. BALL

WILLIAM B. McMENAMY*

BRUCE D. JOHNSON*

THOMAS M. DONAHOO, JR.

(904) 354-8080

FAX (904) 791-9563

*BOARD CERTIFIED TAX LAWYER

JOHN W. DONAHOO

(1907-1993)

January 30, 1998

Return 2%
PIU ASAP

Attorney's Title Insurance Fund, Inc.
Leon Branch
660 E. Jefferson, Suite 200
Tallahassee, FL 32301
Attention: Barbara Keys

300002421953--4

-02/05/98--01007--006

*****70.00 *****70.00

Re: Our File No. 5092-1
Flying Saucer Presents, Inc.

Dear Barbara:

Will you please be good enough to file the enclosed Articles of Incorporation of Flying Saucers Presents, Inc. with the Florida Department of State as soon as possible. Our firm check in the amount of \$70.00 payable to the Florida Secretary of State is enclosed to cover the \$35.00 filing fee, \$35.00 registered agent fee, and a check in the amount of \$15.00 payable to Attorney's Title Insurance Fund is also enclosed to pay your fee. Please return to me the extra copy of the Article file stamped by the Florida Department of State.

no

Thank you for your attention to this matter.

RECEIVED

98 FEB -5 AM 9:06

DIVISION OF CORPORATION

HMB/jmh
Enclosures

cc: Thomas B. Miller w/ enclosures

Yours very truly,

Haywood M. Ball

Haywood M. Ball

RMC
2/5/98

789, 2295, 2550
Statement
Director
Fitzally

K. Rolfe

FEB 6 1998



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

February 6, 1998

ATTORNEYS TITLE INSURANCE FUND
6600 E JEFFERSON STREET
STE 200
TALLAHASSEE, FL 32301

SUBJECT: FLYING SAUCER PRESENTS, INC.
Ref. Number: W98000002629

We have received your document for FLYING SAUCER PRESENTS, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

You failed to make the correction(s) requested in our previous letter.

Section 617.0803, Florida Statutes, requires that the board of directors never have fewer than three directors.

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) 487-6932.

Kimberly Rolfe
Document Specialist

Letter Number: 698A00007081

RECEIVED
98 FEB 19 PM 3:32
DIVISION OF CORPORATION



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

February 19, 1998

ATTORNEYS TITLE INSURANCE FUND
6600 E JEFFERSON STREET
STE 200
TALLAHASSEE, FL 32301

SUBJECT: FLYING SAUCER PRESENTS, INC.
Ref. Number: W98000002629

We have received your document for FLYING SAUCER PRESENTS, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

You failed to make the correction(s) requested in our previous letter.

- ① Section 617.0803, Florida Statutes, requires that the board of directors never have fewer than three directors.
- ② !! SEE ARTICLE VIII (8.01)

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) 487-6934.

Loria Poole
Corporate Specialist

Letter Number: 698A00007081

DIVISION OF CORPORATION

98 FEB 20 PM 12:48

RECEIVED

ARTICLES OF INCORPORATION
OF
FLYING SAUCER PRESENTS, INC.

THE UNDERSIGNED, acting as incorporator of a corporation not for profit under the Florida Not For Profit Corporation Act (Chapter 617, Florida Statutes), adopts the following Articles of Incorporation:

ARTICLE I

NAME AND LOCATION

1.01 The name and of this corporation shall be FLYING SAUCER PRESENTS, INC., and its principal place of business shall be at 7125 Garden Street, Jacksonville, Florida 32219.

ARTICLE II

PURPOSE

2.01 Specific. The Corporation is organized to present musical concerts for the benefit of its members.

2.02 General. This Corporation may also transact any and all other lawful business for which corporations may be incorporated under the Florida Not For Profit Corporation Act, Chapter 617, Florida Statutes.

2.03 This Corporation shall have the powers granted by Section 617.0303, Florida Statutes.

ARTICLE III

MEMBERS

3.01 The original member of the Corporation shall be the member of the Board of Directors serving at the date of the execution of these Articles and as more specifically named in

Article VIII hereafter. There may be established, according to the terms of the Bylaws of the Corporation such class or classes of membership, honorary, associate, or other, as deemed by the original members to be in the best interest of the corporation.

ARTICLE IV

CAPITAL STOCK

4.01 This Corporation shall be organized upon a nonstock basis and shall issue no stock.

ARTICLE V

TERM OF EXISTENCE

5.01 This Corporation shall have perpetual existence.

ARTICLE VI

INCORPORATOR

6.01 The name and address of the person signing these Articles of Incorporation is Thomas B. Miller, 7125 Garden Street, Jacksonville, Florida 32219.

ARTICLE VII

OFFICERS

7.01 The business and affairs of this Corporation shall be managed by the officers hereinafter named. The officers in this Corporation shall be elected annually by a majority vote of the Board of Directors of the Corporation and shall hold office during the pleasure of the Board. Any two (2) or more offices may be held by the same person, except the office of President and Secretary. The initial officers are:

Name

Office

Thomas B. Miller

President and Treasurer

ARTICLE VIII

BOARD OF DIRECTORS

8.01 The officers of the Corporation shall conduct the business and affairs of the Corporation under the oversight of a Board of Directors consisting of ~~three~~ ^{THREE} (3) individuals initially. The number of directors may be either increased or decreased from time to time by the Bylaws. The name and address of the first Board of Directors who shall hold office until his successors are elected and have qualified are as follows:

Name

Address

Thomas B. Miller

712 Garden Street
Jacksonville, FL 32219

Mary Agnes Van Cleve-Miller

712 Garden Street
Jacksonville, FL 32219

Haywood M. Ball

270 5th Street
Atlantic Beach, FL 32233

8.02 The manner in which the directors are to be elected or appointed shall be as stated in the Bylaws.

ARTICLE IX

BYLAWS

10.01 This Corporation shall adopt Bylaws governing the conduct of the affairs of the Corporation. The Bylaws may be amended as allowed by Chapter 617, Florida Statutes, at any time by an affirmative vote of a majority of the Board of Directors.

ARTICLE X

AMENDMENT OF ARTICLES

10.1 These articles may be amended at any time by an affirmative vote of a majority of the Board of Directors.

ARTICLE XI

INDEMNIFICATION

11.01 Every director and officer of this Corporation shall be indemnified by the Corporation against all expenses and liabilities, including counsel fees reasonably incurred or imposed upon him in connection with any proceeding to which he may be a party, or in which he may become involved, by reason of his being or having been a director or officer of the Corporation, or any settlement thereof, whether or not he is a director or officer at the time such expenses are incurred, except in such cases wherein the director or officer is adjudged guilty of willful misfeasance or malfeasance in the performance of his duties; provided that in the event of a settlement, the indemnification herein shall apply only when the Board of Directors approves such settlement and reimbursement as being for the best interest of the Corporation. The foregoing right of indemnification shall be in addition to and not exclusive of all other rights to which such director or officer may be entitled.

ARTICLE XII

REGISTERED OFFICE AND REGISTERED AGENT

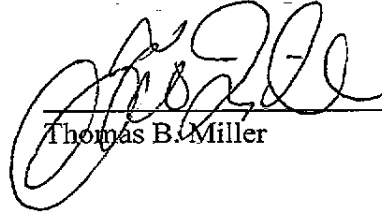
12.01 The street address of the Registered Office of this Corporation is 50 North Laura Street, Suite 2925, Jacksonville, Florida 32202, and the name of the Registered Agent of this Corporation at that address is Haywood M. Ball.

ACCEPTANCE BY REGISTERED AGENT

I hereby accept designation as the Registered Agent for this Corporation and agree to comply with the provisions of the Florida Statutes relative to keeping open said office, on this 29th day of January, 1998.


Haywood M. Ball

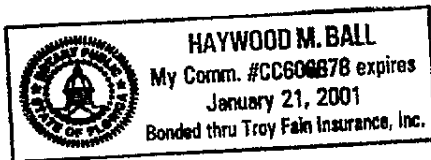
IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 29th day of January, 1998.


Thomas B. Miller

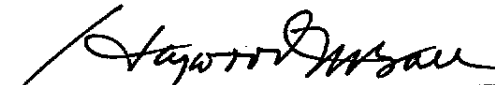
STATE OF FLORIDA

COUNTY OF DUVAL

BEFORE ME personally appeared THOMAS B. MILLER, who is [☒] personally known to me or [] has produced a Florida driver's license as identification [check one].



[Affix Notary Stamp]


Notary Public
State of Florida at Large

HAYWOOD M. BALL
[.....]
Print name below signature

My commission Expires: _____

My Commission No.: _____

re\miller\articles.crp