

0000055977

Florida Department of State
Division of Corporations
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FLORIDA PROFIT CORPORATION OR P.A.

VF Events & Talent, Inc.

Certificate of Status	0
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FROM : Florida Accounting Service

PHONE NO. : 904 676733

JUN. 09 2000 11:30AM F4

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PHONE NO. : 904 676733

JUN. 09 2000 08:31AM F3

AUDIT NUMBER H000000309906

ARTICLES OF INCORPORATION OF
VF EVENTS & TALENT, INC.

The undersigned incorporator(s), for the purpose of forming a corporation for profit pursuant to chapter 607, Florida Statutes, does hereby adopt the following Articles of Incorporation:

ARTICLE I: NAME

The name of the corporation is: VF EVENTS & TALENT, INC.

ARTICLE II: PRINCIPAL OFFICE

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

140 S. Atlantic Ave., 5th Fl.
Ormond Beach, FL. 32176

ARTICLE III: DURATION

This corporation shall have perpetual existence commencing on the date of this filing of these articles of incorporation with the Department of The State of Florida.

ARTICLE IV: PURPOSE

This corporation is organized for the purpose of engaging in any and all lawful business activities in the State of Florida

ARTICLE V: SHARES

This corporation is authorized to issue 500 shares of \$ 1.00 par value common stock.

ARTICLE VI: QUORUM FOR STOCKHOLDER'S MEETING

Unless otherwise provided for in the corporation's bylaws, A majority of the shares entitled to vote, represented in person or by proxy, shall be required to constitute a quorum at a meeting of shareholders.

PREPARED BY:

Vicki L. Foley

NAME:

11 River Ridge Trail

ADDRESS:

Ormond Beach, FL. 32174

PH#:

904-676-2223

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Jun. 09 2000 11:30AM P3

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ARTICLE VII: INITIAL REGISTERED OFFICE AND
REGISTERED AGENT

The street address of the initial principal office of this corporation is 140 S. Atlantic Ave., 5th Fl., Ormond Beach, Florida 32176 and the name of the initial registered agent of this corporation is Vicki L. Foley, whose address is 11 River Ridge Trail, Ormond Beach, Florida 32174.

ARTICLE VIII: INITIAL BOARD OF DIRECTORS

The corporation shall have one director initially. The number of directors may either increase or diminished from time to time in the manner provided in the by-laws, but shall never be less than one. The name(s) and street addresses of the initial directors of the corporation are as follows:

Vicki L. Foley
140 S. Atlantic Ave., 5th Fl.
Ormond Beach, Fl. 32176

ARTICLE IX: RESTRICTIONS OF TRANSFER OF
CAPITAL STOCK

Unless otherwise provided in the corporation's by-laws, no shares of the capital stock of this corporation may be transferred without prior approval of the corporation's board of directors.

ARTICLE X: INDEMNIFICATION

The corporation shall indemnify its officers, the directors and authorized agents for all liabilities incurred directly, indirectly, or incidentally to the services performed for the corporation, to the fullest extent permitted under florida law existing now or hereinafter enacted.

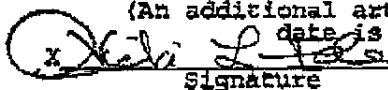
ARTICLE XI INCORPORATOR(S)

The name(s) and street address(es) of the corporation's incorporator to these articles of incorporation is (are):

Vicki L. Foley
11 River Ridge Trail
Ormond Beach, Fl. 32174

The undersigned incorporator(s) has(have) executed these articles of Incorporation this 9 day of JUNE, 2000

(An additional article must be added if an effective
date is requested)

 June 9, 2000
Signature

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NOTARIZATION IS NOT REQUIRED

NOTE: Affixing an officer title after a signature of an incorporator does not constitute the designation of officers.

ARTICLE XII: RESTRICTIONS OF TRANSFER OF CAPITAL STOCK

Unless otherwise provided in the corporation's by-laws, no shares of the capital stock of this corporation may be transferred without prior approval of the corporation's board of directors.

ARTICLE XIII: INDEMNIFICATION

The corporation shall indemnify its officers, the directors and authorized agents for all liabilities incurred directly, indirectly, or incidentally to services performed for the corporation, to the fullest extent permitted under Florida law existing now or hereinafter enacted.

CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 OR 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA

1. The name of the corporation is: VF EVENTS & TALENT, INC.
2. The name and address of the registered agent and office is:

Vicki L. Foley
(name)
11 River Ridge Trail
(P.O. Box not acceptable)
Ormond Beach, Florida 32174
(City/State/Zip)

Having been named as registered agent to 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 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.


Vicki L. Foley
(Signature)

DATE 6/9/2000

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