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TRANSMITTAL LETTER

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

500003318005--5  
-07/10/00--01099--006  
\*\*\*\*\*122.50 \*\*\*\*\*78.75

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~~-07/10/00--01099--006~~  
~~\*\*\*\*\*122.50 \*\*\*\*\*78.75~~

Enclosed please find my check in the amount of \$122.50 for the cost of filing of the following.

STUDIO407 INC.

Please forward certified copies of Articles to my attention 10237 Willowmac Ct.  
Orlando, FL 32817.

Sincerely,

David W. Stewart

FILED  
00 JUL 10 AM 8:35  
SECRETARY OF STATE  
TALLAHASSEE, FL 32314

7-12  
cc

**ARTICLES OF INCORPORATION  
OF  
STUDIO407 INC.**

The undersigned incorporators deliver these Articles of Incorporation in order to form a corporation under the Florida Business Corporation Act, and hereby adopt the following Articles of Incorporation.

FILED  
JUL 10 AM 8:35  
TALLAHASSEE  
SECRETARY OF STATE

**ARTICLE I  
NAME AND PRINCIPAL PLACE OF BUSINESS**

The name of the corporation shall be Studio407 Inc. The principal place of business of this corporation shall be 5425 South Semoran Blvd., Suite 8 B Orlando Fl 32822 and the mailing address of the corporation shall be the 3936 South Semoran Blvd Suite 473 Orlando, Fl 32822.

**ARTICLE II  
CORPORATE PURPOSES, POWER AND RIGHTS**

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

**ARTICLE III  
DURATION OF THE CORPORATION**

Existence of the Corporation shall commence on the date all fees are paid and these Articles of Incorporation are filed by the Secretary of the State and the Corporation shall exist perpetually unless dissolved according to law.

**ARTICLE IV  
AUTHORIZED STOCK**

The total number of shares of capital stock which the Corporation has the authority to issue is a thousand (1,000) shares of Common Stock, with a \$1.00 par value per share.

**ARTICLE V  
REGISTERED OFFICE AND REGISTERED AGENT**

The name and address of the Registered Agent of the Corporation is:

**NAME**

**David W. Stewart**

**ADDRESS**

**10237 Willowemac Ct.**

**Orlando Fl 32817**

## **ARTICLE VI INITIAL BOARD OF DIRECTORS**

The initial Board of Directors shall consist of two (2) persons. The name and address of the person(s) who shall serve as director(s) of the Corporation until the first meeting of shareholders are:

**NAME**

**David W. Stewart**

**ADDRESS**

**10237 Willowemac Ct.  
Orlando Fl 32817**

**Robert R. Brutout**

**5737 Gatlin Ave. 412  
Orlando Fl 32822**

## **ARTICLE VII OFFICERS OF THE CORPORATION**

The names of the persons who are to serve as officers of the Corporation who shall hold office for the first year of the Corporation, or until their successors are elected or appointed are:

**David W. Stewart**

**President**

**Robert R. Brutout**

**Vice President**

## **ARTICLE VII INCORPORATORS**

The names and address of the incorporators of the Corporation is:

**NAME**

**David W. Stewart**

**ADDRESS**

**10237 Willowemac Ct.  
Orlando Fl 32817**

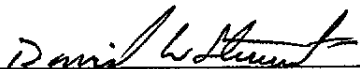
**Robert R. Brutout**


**5737 Gatlin Ave. 412  
Orlando Fl 32822**

## **ARTICLE VIII**

The shareholders of the Corporation shall have the preemptive right to acquire unissued or treasury shares of the Corporation or securities of the Corporation convertible into or carrying a right to subscribed to or acquire shares.

The undersigned incorporators have executed these Articles of Incorporation this  
5<sup>th</sup> day of July, 2000.

  
\_\_\_\_\_  
David W. Stewart, Incorporator

  
\_\_\_\_\_  
Robert R. Brutout, Incorporator

## **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:

**Studio407 Inc.**

2. The name and address of the registered agent and office is:

**David W Stewart, 10237 Willowmac Ct., Orlando FL 32817**

Having been named as registered agent and 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 the 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.

Executed this 5th day of July, 2000

  
\_\_\_\_\_  
DAVID W. STEWART

FILED  
00 JUL 10 AM 8:35  
SECRETARY OF STATE  
TALLAHASSEE, FL 32317