

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

PO0000092771

Unlimited Productions and
Investments, Inc.

600003410906--0
-10/02/00--01072--001
*****70.00 *****70.00

- ☒ Art of Inc. File _____
- _____ LTD Partnership File _____
- _____ Foreign Corp. File _____
- _____ L.C. File _____
- _____ Fictitious Name File _____
- _____ Trade/Service Mark _____
- _____ Merger File _____
- _____ Art. of Amend. File _____
- _____ RA Resignation _____
- _____ Dissolution / Withdrawal _____
- _____ 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 _____
- _____ Fictitious Owner Search _____
- _____ Vehicle Search _____
- _____ Driving Record _____
- _____ UCC 1 or 3 File _____
- _____ UCC 11 Search _____
- _____ UCC 11 Retrieval _____
- _____ Courier _____

RECEIVED
00 OCT -2 AM 11:34
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

RECEIVED
00 OCT -2 PM 2:52
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

Signature _____

Requested by: _____

Name SK Date 10/2/00 Time 10:45

Walk-In _____ Will Pick Up _____

of 10/2/00

ARTICLES OF INCORPORATION OF UNLIMITED PRODUCTIONS AND INVESTMENTS, INC.

The undersigned, acting as incorporator of a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation for such corporation.

ARTICLE I

NAME OF CORPORATION

The name of the corporation is Unlimited Productions and Investments, Inc.

ARTICLE II

DURATION

The period of its duration is perpetual.

ARTICLE III

PURPOSE

The purpose is to engage in any activities or business permitted under the laws of the United States and Florida.

ARTICLE IV

PRINCIPAL OFFICE OF CORPORATION

The initial address of the principal office of the corporation and the initial mailing address of the corporation is 2947 S. Atlantic Avenue, Unit #801, Daytona Beach Shores, Florida 32118.

ARTICLE V

CAPITAL STOCK

The corporation is authorized to issue one hundred (100) shares of common stock, all of one class, with a par value of one dollar (\$1.00).

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 OCT -2 PM 2:52

ARTICLE VI

REGISTERED AGENT AND REGISTERED OFFICE

The name of the corporation's initial registered agent is Jerome D. Mitchell, Esquire, 400 South Palmetto Avenue, Daytona Beach, Florida 32114.

ARTICLE VII

NAME AND ADDRESS OF INCORPORATOR

The name and address of the incorporator is Jerome D. Mitchell, Esquire, 400 South Palmetto Avenue, Daytona Beach, Florida 32114.

ARTICLE VIII

AMENDMENT OF ARTICLES

These Articles of Incorporation of this Corporation may be amended, changed, altered or repealed in the manner now or hereafter described by the Florida Statutes and all rights conferred on the stockholders herein are granted subject to this reservation.

ARTICLE IX

OFFICERS

The names of the officer(s) who shall serve until the first election are as follows:

Sarah M. Yex	President, Vice President
	Secretary, Treasurer

ARTICLE X

BOARD OF DIRECTORS

The following persons shall constitute the first Board of Directors:

Sarah M Yex	Sole Director
-------------	---------------

ARTICLE XI

DIRECTORS' AUTHORITY TO FIX COMPENSATION

Directors shall have authority to fix compensation unless otherwise provided in Articles of Incorporation or Bylaws.

ARTICLE XII

MEETINGS BY CONFERENCE TELEPHONE

Members of the Board of Directors may participate in all meetings of the Board of Directors by means of conference telephone or similar communications equipment as provided by law.

ARTICLE XIII

INDEMNIFICATION

The corporation may be empowered to indemnify any officer or director, or any former officer or director in the manner set out and provided for in the Bylaws of this corporation.

ARTICLE XIV

INFORMAL ACTION OF DIRECTORS

If all the directors severally and collectively consent in writing to any action taken or to be taken by the corporation, the action shall be as valid as though it had been authorized at a meeting of the Board of Directors.

ARTICLE XV

SUB-CHAPTER "S" SELECTION

The Board of Directors may take such action as is appropriate to assure taxation as a Sub-Chapter "S" small business corporation, pursuant to currently applicable provisions of the Internal Revenue Code.

WITNESSED by respective hand this 27th day of September, 2000.

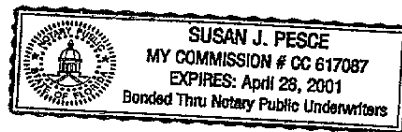

Jerome D. Mitchell, Esquire

STATE OF FLORIDA
COUNTY OF VOLUSIA

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State aforesaid and in the county aforesaid, to take acknowledgments, personally appeared Jerome D. Mitchell, Esquire, to me known to be the person described or has produced FL Drivers
license as identification in and who executed the foregoing instrument and he acknowledged before me that he executed the same and did take an oath.

WITNESS my hand and official seal in the County and State last aforesaid this 27th
day of September, 2000.

Susan J. Pesce
Notary Public
My Commission Expires: 4/28/01
My Commission Number: CC 617087



CERTIFICATE OF ACCEPTANCE AS REGISTERED AGENT FOR
UNLIMITED PRODUCTIONS AND INVESTMENTS, INC.

A CORPORATION FOR PROFIT

Having been designated as Registered Agent for Unlimited Productions and Investments, Inc., a Florida corporation for profit (hereinafter the "Corporation"), I accept the designation and agree to act as registered agent of the Corporation, and I acknowledge that I am familiar with and accept the obligations of the position of registered agent for the Corporation.

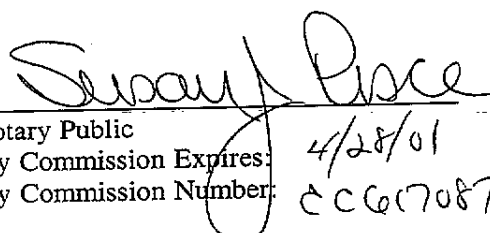
DATED this 27th day of September, 2000.


Jerome D. Mitchell, Esquire

STATE OF FLORIDA
COUNTY OF VOLUSIA

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State aforesaid and in the County aforesaid, to take acknowledgments, personally appeared Jerome D. Mitchell, Esquire, to me known to be the person described or has produced FL - DRIVERS lic. as identification in and who executed the foregoing instrument and he acknowledged before me that he executed the same and did take an oath.

WITNESS my hand and official seal in the County and State last aforesaid this 27th day of September, 2000.


Notary Public
My Commission Expires: 4/28/01
My Commission Number: CC617087



FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 OCT -2 PM 2:52