

# CAPITAL CONNECTION, INC.

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

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VB Entertainment, Inc.

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\*\*\*\*\*78.75 \*\*\*\*\*78.75

- ☒ Art of Inc. File Cont
- ☐ 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

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Signature

Requested by:

Name

Date

Time

Walk-In

Will Pick Up

10-31

**ARTICLES OF INCORPORATION  
OF  
VB ENTERTAINMENT, INC.**

In compliance with the requirements of Chapter 607 of the Florida Statutes, the undersigned, being a natural person, hereby acts as an Incorporator in adopting and filing the following Articles of Incorporation for the purpose of organizing a business corporation.

**ARTICLE I**

The name of this Corporation is VB Entertainment, Inc.

**ARTICLE II**

The duration of this Corporation shall be perpetual until dissolved according to law.

**ARTICLE III**

This Corporation is formed for any lawful purpose. In addition, this Corporation may invest the funds of the Corporation in real estate, mortgages, stocks, bonds, or any other type of investment, and own real and personal property necessary for conducting any lawful business.

**ARTICLE IV**

The street address of the principal office of this Corporation is 122 Palm Avenue W., Tampa, Florida 33602.

**ARTICLE V**

This corporation is authorized to issue two classes of shares of stock to be designated as "preferred" and "common," respectively; the total number of shares that may be issued by this corporation is 501,000 shares, 1000 shares to be preferred shares and 500,000 shares to be common shares. All or any part of the shares of the common and preferred capital stock may be issued by the corporation from time to time and for such consideration as may be determined upon and fixed by the board of directors, as provided by law, with due regard to the interest of the existing shareholders; and when such consideration has been received by the corporation, such shares shall be deemed fully paid. The nature and extent of the preferences, rights, privileges, and restrictions granted to or imposed upon the holders of the respective classes of stock are as follows: The holders of the preferred stock shall have the exclusive right to notice of shareholders' meetings, to vote at shareholders' meetings and powers incident to such rights, and shall be entitled to one vote for each share on all matters on which shareholders have the right to vote. The holders of common shares shall not be entitled any voting powers at any stockholder's meeting. The preferred stock and common stock shall be identical in all other respect and each share shall have a par value of \$.01 per share.

The Board of Directors may, except as otherwise provided below, by resolution from time to time, classify or reclassify and issue in one or more series any unissued shares of stock and may fix or alter in one or more respects, from time to time before reissuance of such shares, the number and designation of any series or classification, liquidation and dividend rights, preference rights, voting rights, redemption rights, conversion rights, and any other rights,

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restrictions and qualifications of and the terms of any purchase, retirement, or sinking fund, which may be provided for the shares of stock.

No holder of stock of the corporation shall be entitled as a matter of right, preemptive or otherwise, to subscribe for or purchase any part of any stock now or subsequently authorized to be issued, or shares of the stock, held in the treasury of the corporation or securities convertible into stock, whether issued for cash or other consideration or by way of dividend or otherwise.

#### ARTICLE VI

The method of voting on corporate matters shall be as set forth in the Bylaws.

#### ARTICLE VII

There shall be a Board of Directors for this Corporation, which shall consist of not less than one (1) Director. The appointment of Directors shall be decided by a majority vote of the shareholders.

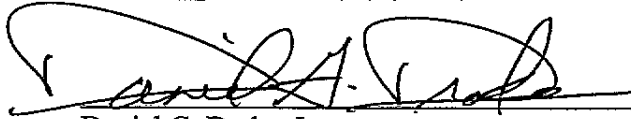
#### ARTICLE VIII

The power to adopt, alter, amend, or repeal Bylaws shall be vested in the shareholders and shall be decided by a majority vote of the shareholders.

#### ARTICLE IX

The initial street address of this Corporation's registered office is One Highland Oaks, Suite 200, 10150 Highland Manor Drive, Tampa, FL 33610, and the initial Registered Agent for the Corporation at that address is Daniel G. Drake.

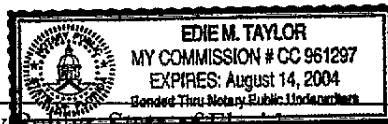
IN WITNESS WHEREOF, the Incorporator executed these Articles of Incorporation this 30 day of OCTOBER, 2000.



Daniel G. Drake, Incorporator  
One Highland Oaks, Suite 200  
10150 Highland Manor Drive  
Tampa, FL 33610

STATE OF FLORIDA  
COUNTY OF HILLSBOROUGH

The foregoing Articles of Incorporation was signed and acknowledged before me this 30<sup>th</sup> day of October, 2000 by Daniel G. Drake, who is personally known to me or has produced \_\_\_\_\_ as identification.



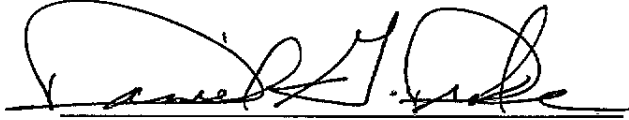
Notary \_\_\_\_\_, State of Florida

[Print, Type, or Stamp Name:]

**ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT**

Having been named to accept service of process for VB Entertainment, Inc. at the place designated in the Articles of Incorporation, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

OCTOBER 30, 2000  
Date

  
Daniel G. Drake, as Registered Agent

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