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**Smith**  
**Smith, Moore &**

**Smith**

ATTORNEYS AT LAW, P.A.

Michael S. Smith  
Stephen A. Smith, P.A.  
Paul V. Smith  
G. Cline Moore

January 30, 2001

500003617755--3  
-01/31/01--01057--002  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

Corporate Records Bureau  
Division of Corporations  
Post Office Box 6327  
Tallahassee, Florida 32314

Re: PERRY THEATER, INC.

EFFECTIVE DATE  
1-25-01

Dear Sir or Madam:

Enclosed herewith for processing are the original and one copy of the proposed Articles of Incorporation for the above referenced corporation, together with a check in the amount of \$78.75 to cover the necessary charges.

If further information or monies are required, please contact our office. We would appreciate your returning to this firm a certified copy of the Articles of Incorporation.

Thank you for your assistance in this matter.

Sincerely,  
MICHAEL S. SMITH

By: Charlie Williams  
Lydia "Charlie" Williams

/lcw  
Encls.

F. CHESLER FEB 1, 2000

**ARTICLES OF INCORPORATION**

of

**PERRY THEATER, INC.**

01 JAN 31 PM 2:21  
FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned subscriber to these Articles of Incorporation, being a natural person to contract, hereby forms a corporation under the laws of the State of Florida.

**ARTICLE I. NAME**

**EFFECTIVE DATE**  
1-25-01

The name of this corporation is: PERRY THEATER, INC.

**ARTICLE II. CORPORATE DURATION**

The duration of the corporation is perpetual. In accordance with Florida Statute section 607.0203 (1998), as amended, the date when corporate existence shall commence is the date of subscription and acknowledgment of these Articles of Incorporation, except that if they are not filed by the Department of State of the State of Florida within five (5) days, exclusive of legal holidays, after that date, then corporate existence shall commence upon filing by the Department of State.

**ARTICLE III. NATURE OF BUSINESS**

The general nature of the business to be transacted by this corporation is:

The corporation shall have all the powers of corporations generally under the laws of the State of Florida, and shall conduct business in, have one or more office in, and buy, hold, mortgage, sell, convey, lease or otherwise dispose of real and personal property.

To transact any and all lawful business permitted under the Florida General Corporation Act and the laws of the United States of America.

To contract debts, borrow money, issue and sell or pledge bonds, debentures, notes and other evidences of indebtedness, and execute such mortgages, transfers of corporate property, or other instruments to secure

the payment of the corporate indebtedness as required.

#### **ARTICLE IV. CAPITAL STOCK**

The maximum shares of stock that this corporation is authorized to have outstanding at any one time is ONE THOUSAND (1,000) shares of common stock having a nominal or par value of ONE DOLLAR (\$1.00) per share. The Board of Directors is authorized to issue "Section 1244 Stock" as defined by Section 1244 of the Internal Revenue Code as amended.

#### **ARTICLE V. ADDRESS**

The initial post office address of the principal place of business of this corporation in the State of Florida is: 118 East Park Street, Perry, Florida 32348. The Board of Directors may from time to time move the principal place of business to any other address in Florida.

#### **ARTICLE VI. DIRECTORS**

This corporation shall have two (2) directors, initially. The number of directors may be increased or decreased from time to time by-laws adopted by the stockholders.

#### **ARTICLE VII. INITIAL DIRECTORS AND OFFICERS**

The names and post office addresses of the Board of Directors, the President, Vice President and Secretary/Treasurer who shall hold office for the first year of existence of the corporation, or until their successors in office shall have been elected and qualified, are:

##### **OFFICERS**

JAMES A. McCLARY

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PRESIDENT/SECRETARY/TREASURER

118 EAST PARK STREET  
PERRY, FLORIDA 32348

**ARTICLE VIII. INCORPORATORS**

The name and post office address of the incorporator signing these Article of  
Incorporation is:

JAMES A. McCLARY  
118 EAST PARK STREET  
PERRY, FLORIDA 32348

**ARTICLE IX. REGISTERED AGENT**

The agent named to accept service of process within this State is: JAMES A.  
McCLARY, 118 East Park Street, Perry, Florida 32348.

**ACCEPTANCE**

HAVING BEEN NAMED to accept service of process for PERRY THEATER, INC.  
at the place designated above, I hereby accept to act in this capacity and agree to comply  
with the provisions of Chapter 48.091 of the Florida Statutes.

  
JAMES A. McCLARY  
REGISTERED AGENT

**ARTICLE X. SHAREHOLDERS**

The shareholders and number of shares of corporate stock which said shareholder  
agrees to take shall be:

JAMES A. McCLARY  
118 East Park Street  
Perry, Florida 32348

100 SHARES

**ARTICLE XI. AMENDMENT**

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholders' meeting by a majority of the stockholders entitled to vote thereon, unless all the directors and all the stockholders sign a written statement manifesting their intention that a certain amendment to these Articles of Incorporation may be made.

  
JAMES A. McCLARY  
SUBSCRIBER AND INCORPORATOR

STATE OF FLORIDA                     )  
COUNTY OF TAYLOR                )

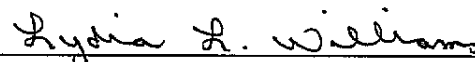
I HEREBY CERTIFY that on this day before me, an officer duly qualified to take acknowledgments and administer oaths in the State and County aforesaid, personally appeared JAMES A. McCLARY, as subscriber and incorporator, of PERRY THEATER, INC., to me known and who acknowledged before me that he executed and subscribed to the foregoing Articles of Incorporation in the aforesaid capacities.

The foregoing instrument was acknowledged before me this 25<sup>th</sup> day of January, 2001, by JAMES A. McCLARY, who personally appeared before me at the time of notarization, and who:

- [ ] is personally known to me.
- [ ] produced current Florida driver's license as identification.
- ☒ produced Indiana DL as identification.

(Seal)



  
\_\_\_\_\_  
Signature of Notary

F:\USER\CHARLIE\CORPORAT\McCLARY\ARTICLES.INC

FILED  
01 JAN 31 PM 2:21  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA