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Law Offices
BEDSOLE AND CONNER

7 Old Mission Avenue
St. Augustine, Florida 32084

(904) 829-8611
Telecopier (904) 829-9510

JAMES E. BEDSOLE, P.A.
ROBIN H. CONNER, P.A.

CHARLES R. BENNETT
(Dec. 1996)

July 3, 2001

Florida Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

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-07/06/01--01059--001
*****78.75 *****78.75

RE: De LYONS ENTERTAINMENT, INC.

Dear Sir or Madam:

Enclosed please find the original and one copy of the Articles of Incorporation for the above named proposed Florida corporation, together with a check in the amount of \$78.75, representing payment of the following:

Filing Fees	\$35.00
Certified Copy	8.75
Registered Agent Designation	<u>35.00</u>
<u>TOTAL:</u>	\$78.75

Please file the enclosed Articles of Incorporation and return a certified copy to my office.

Thank you in advance for your attention to this matter.

Very truly yours,


JAMES E. BEDSOLE, ESQ.

JEB/jmw
Enclosures
cc: Ruth Lyons

wk\jw\corp\DeLyons Ent.Inc.\sec.state let-06-27-01

FILED
01 JUL -5 AM 9:00
SECRETARY OF STATE
TALLAHASSEE, FL 0602

7-11-01
WCC

ARTICLES OF INCORPORATION OF

De LYONS ENTERTAINMENT, INC.

FILED
01 JUL -5 AM 9:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I. CORPORATE NAME.

The name of this corporation is: **De LYONS ENTERTAINMENT, INC.**

ARTICLE II. NATURE OF BUSINESS AND POWERS.

The general nature of the business to be transacted by this Corporation is to engage in any and all business permitted under the laws of the State of Florida.

ARTICLE III. CAPITAL STOCK.

The maximum number of shares of stock that this Corporation is authorized to issue and have outstanding at any one time is 100 shares of common stock having a par value of \$5.00 per share.

ARTICLE IV. TERM OF EXISTENCE.

This Corporation shall have perpetual existence commencing upon filing of these Articles.

**ARTICLE V. MAILING ADDRESS, REGISTERED AGENT AND
INITIAL REGISTERED OFFICE.**

The Registered Agent and the street address of the initial Registered Office and mailing address of this Corporation in the State of Florida shall be:

RUTH LYONS
13149 Eason Island Court
Jacksonville, FL 32224

The Board of Directors from time to time may move the Registered Office, principal office or mailing address to any other address in the State of Florida.

ARTICLE VI. BOARD OF DIRECTORS.

This Corporation shall have two (2) directors initially. The number of directors may be

increased or diminished from time to time by Bylaws adopted by the stockholders, but shall never be less than one.

ARTICLE VII. INITIAL DIRECTORS.

The name and address of the initial directors of this Corporation and their respective street addresses are:

Director: RUTH LYONS
13149 Eason Island Court
Jacksonville, FL 32224

Director: BRYAN J. DELBERT
P.O. Box 861076
St. Augustine, FL 32086

ARTICLE VIII. INCORPORATOR.

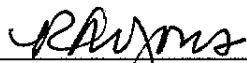
The name and address of the person signing these Articles of Incorporation as the Incorporator is:

RUTH LYONS
13149 Eason Island Court
Jacksonville, FL 32224

ARTICLE IX. 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 stockholder's meeting by at least a majority of the stock entitled to vote, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, the undersigned, as Incorporator, has executed the foregoing Articles of Incorporation on July 5, 2001.



RUTH LYONS
Incorporator

STATE OF FLORIDA

COUNTY OF ST. JOHNS:

BEFORE ME, a Notary Public, personally appeared RUTH LYONS, who is either personally known to me or who produced n/a as identification, as the Incorporator, and who executed the foregoing Articles of Incorporation, and acknowledged before me that he subscribed to these Articles of Incorporation on July 5, 2001.



Rita B. Gallegos
MY COMMISSION # CC854422 EXPIRES
August 11, 2003
BONDED THRU TROY FAIN INSURANCE, INC.


Notary Public: State of Florida

RITA B. GALLEGOS
(Printed Name of Notary Public)
My Commission expires: 8/11/2003

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN THIS STATE,
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

In compliance with Section 48.091, Florida Statutes, the following is submitted:

That De LYONS ENTERTAINMENT, INC., desiring to organize under the laws of the State of Florida, with its principal office at 13149 Eason Island Court, Jacksonville, FL 32224, County of St. Johns, State of Florida, has named RUTH LYONS, located at 13149 Eason Island Court, Jacksonville, FL 32224, St. Johns County, State of Florida, as its agent to accept service of process within this state.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above-named Corporation, at the place designated in this certificate, the undersigned agrees to act in this capacity, and agrees to comply with the provisions of Florida law relative to keeping the designated office open.


RUTH LYONS
Registered Agent