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ACCOUNT NO. : 072100000032

REFERENCE : 438820 4718535

AUTHORIZATION :

COST LIMIT : \$ 78.75

ORDER DATE : August 22, 2001

ORDER TIME : 1:22 PM

ORDER NO. : 438820-005

CUSTOMER NO: 4718535

CUSTOMER: Gary K. Wilson, Esq  
Porter Wright Morris & Arthur

Suite 300  
5801 Pelican Bay Boulevard  
Naples, FL 34108

DOMESTIC FILING

NAME: YOUTH FAIRS, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION  
       CERTIFICATE OF LIMITED PARTNERSHIP  
       ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY  
       PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Janna Wilson - EXT. 1155

EXAMINER'S INITIALS:

FILED  
2001 AUG 22 PM 3:28  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA  
*Patricia Hunt*

RECEIVED  
2001 AUG 22 PM 2:35  
DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
NOT RETURNED  
TO ACKNOWLEDGE  
SUFFICIENCY OF FILING

000004549500--9

*JW*  
8/22/01

EFFECTIVE DATE

8/21/01

ARTICLES OF INCORPORATION  
OF  
YOUTH FAIRS, INC.

FILED

2001 AUG 22 PM 3:28

SECRETARY OF STATE  
TALLAHASSEE FLORIDA

ARTICLE I. Name and Initial Address

The name of this corporation is YOUTH FAIRS, INC. and initial address of the corporation is 296 Burning Tree Drive, Naples, Florida 34105-6306.

ARTICLE II. Duration

This corporation shall exist perpetually commencing on the date of execution and acknowledgment of these articles.

ARTICLE III. Purpose

This corporation is organized for the purpose of transacting any or all lawful business.

ARTICLE IV. Capital Stock

This corporation is authorized to issue 1000 shares of one dollar (\$1.00) par value common stock which shall be designated "Common Shares".

ARTICLE V. Rights of Shares of Capital Stock

Section 1. Dividends

The directors may declare and pay dividends upon the Common Shares.

Section 2. Rights Upon Liquidation or Dissolution

In the event of any voluntary or involuntary liquidation, dissolution or winding up of this corporation, after payment of all valid corporate debts, the remaining assets of this corporation shall be payable to and distributed ratably among the holders of record of the Common Shares.

### Section 3. Voting Rights

Except as otherwise provided by law, the entire voting power for the election of directors and for all other purposes shall be vested exclusively in the holders of the outstanding Common Shares.

### ARTICLE VI. Designation of Registered Agent and Registered Office

The initial registered agent of the corporation shall be Gary K. Wilson and the initial registered office of the corporation is 5801 Pelican Bay Boulevard, Suite 300, Naples, Florida 34108.

### ARTICLE VII. Preemptive Rights

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

### ARTICLE VIII. Initial Board of Directors

This corporation shall have 1 director initially. The number of directors may be either increased or diminished from time to time by the By-Laws but shall never be less than 1. The name and address of the initial directors of this corporation are:

C.R. Wimer  
296 Burning Tree Drive  
Naples, Florida 34105-6306


### ARTICLE IX. Incorporator

The name and address of the person signing these articles is:

Gary K. Wilson, Esquire  
c/o Porter, Wright, Morris & Arthur  
5801 Pelican Bay Boulevard, Suite 300  
Naples, Florida 34108

This corporation reserves the right to amend or repeal any provisions contained in these articles of incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these articles of incorporation this 21 day of AUGUST, 2001.

  
\_\_\_\_\_  
Gary K. Wilson, Esquire  
Porter, Wright, Morris & Arthur  
5801 Pelican Bay Boulevard, Suite 300  
Naples, Florida 34108

State of Florida  
County of Collier

BEFORE ME, a Notary Public authorized to take acknowledgments in the state and county set forth above, personally appeared Gary K. Wilson who produced \_\_\_\_\_ identification or ☒ who is known to me and known by me to be the person who executed the foregoing articles of incorporation, and he acknowledged before me that he executed those articles of incorporation. An oath was not administered.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the state and county aforesaid, this 21<sup>st</sup> day of August, 2001.

  
\_\_\_\_\_  
Signature of Notary Public  
**Cindy L. Hartz**

(NOTARY SEAL)



\_\_\_\_\_  
Name of Notary Public Typed

\_\_\_\_\_  
Serial or License Number of  
Notary Public

My Commission Expires:


FILED

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

2001 AUG 22 PM 3:28  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with  
said Act:

FIRST, that YOUTH FAIRS, INC., desiring to organize under the laws of the State of  
Florida, with its principal office, as indicated in ARTICLES OF INCORPORATION at City of  
Naples, County of Collier, State of Florida, has named GARY K. WILSON, located at 5801  
Pelican Bay Boulevard, Suite 300, City of Naples, County of Collier, State of Florida, as its  
Agent to accept service of process within this State.

  
\_\_\_\_\_  
Gary K. Wilson

HAVING BEEN NAMED to accept service of process for the above stated Corporation,  
at place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply  
with the provisions of said Act relative to keeping open said office.

  
\_\_\_\_\_  
GARY K. WILSON, Resident Agent