

PISA HOLDINGS INC.  
c/o DENNIS KUKIR  
550 DEVONSHIRE BLVD.  
LOWENWOOD, FL  
32750

**P02000014420**

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

100004864651--6

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**NEW FILINGS**

- ☐ Profit
- ☐ Not for Profit
- ☐ Limited Liability
- ☐ Domestication
- ☐ Other

**AMENDMENTS**

- ☐ Amendment
- ☐ Resignation of R.A., Officer/Director
- ☐ Change of Registered Agent
- ☐ Dissolution/Withdrawal
- ☐ Merger

**OTHER FILINGS**

- ☐ Annual Report
- ☐ Fictitious Name

**REGISTRATION/QUALIFICATION**

- ☐ Foreign
- ☐ Limited Partnership
- ☐ Reinstatement
- ☐ Trademark
- ☐ Other

02 FEB -14 AM 9:27  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

FILED

**ARTICLES OF INCORPORATION  
OF  
PISA holdings, Inc.**

The undersigned, acting as incorporator of a corporation under the Florida Business Corporation Act, Chapter 607, Florida Statutes, adopts the following Articles of Incorporation for such corporation:

**ARTICLE I  
NAME AND PRINCIPAL PLACE OF BUSINESS**

The name of this corporation is **PISA holdings, Inc.**

The principal place of business and the mailing address is c/o Ron Seggi, 1000 Universal Studios Plaza, Bldg 22A Suite 245, Orlando, FL 32819

**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 the State of Florida.

**ARTICLE IV**

**CAPITAL STOCK**

The corporation is authorized to issue 1,000 shares, all of one class, at \$1 par value.

**ARTICLE V  
INITIAL REGISTERED OFFICE AND AGENT**

The name and address of the registered agent and registered office of this corporation shall be as follows:

Name  
Address  
Dennis Kurir 550 Devonshire Blvd. Longwood, FL 32750

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02 FEB -4 AM 5:27  
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TALLAHASSEE FLORIDA

## **ARTICLE VI**

### **INITIAL BOARD OF DIRECTORS**

This corporation shall have FIVE (5) directors initially. The number of directors may be either increased or decreased from time to time by an amendment of the bylaws of the corporation in the manner provided by law, but shall never be less than ONE (1).

The name and address of the initial directors of this corporation are:

	Name	Address
Dennis Kurir	550 Devonshire Blvd.	Longwood, FL 32750
Ron Seggi	3147 Blakely Drive,	Orlando, FL 32835
Frank Clear	7931 Bayflower Way,	Orlando, FL 32836
Joseph Lyons	4007 Carey Court,	Auburndale, FL 33823
Eric Miles	4834 Gamling Lane,	Orlando, FL 32821

## **ARTICLE VII**

### **INCORPORATOR**

The name and address of the incorporator signing these Articles of Incorporation is:

	Name
Ron Seggi	3147 Blakely Drive, Orlando, FL 32835

## **ARTICLE XI**

### **BYLAWS**

The power to adopt, alter, amend or repeal bylaws shall be vested in the shareholders.

## **ARTICLE XII**

### **SHAREHOLDERS QUORUM AND VOTING**

A majority of the shares entitled to vote, represented in person or by proxy, shall constitute a quorum at a meeting of shareholders. If a quorum is present, the affirmative vote of a majority of the shares represented at the meeting and entitled to vote on the subject matter shall be the act of the shareholders.

## **ARTICLE XIII**

### **REMOVAL OF DIRECTORS**

At a meeting of shareholders called expressly for that purpose, any one director, or the entire board of directors may be removed, with or without cause, by a vote of the holders of a majority of the shares then entitled to vote at an election of directors.

**ARTICLE XIV**

**INFORMAL ACTION OF DIRECTORS**

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

**ARTICLE XV**

**PRE-EMPTIVE RIGHTS**

Each shareholder of this corporation shall have the first right to purchase shares (and securities convertible into shares) of any class, kind or series of stock in this corporation that may from time to time be issued, whether or not presently authorized, including shares from the treasury of this corporation, in the ratio that the number of shares he or she holds at the time of issue bears to the total number of shares outstanding, exclusive of treasury shares. This right shall be deemed waived by any shareholder who does not exercise it and pay for the shares pre-empted within thirty (30) days of receipt of a notice in writing from the corporation, stating the prices, terms and conditions of the issues of shares, and inviting him or her to exercise his or her pre-emptive rights. This right may also be waived by affirmative written waiver submitted by the shareholder to the corporation within thirty (30) days of receipt of notice from the corporation.

**ARTICLE XVI**

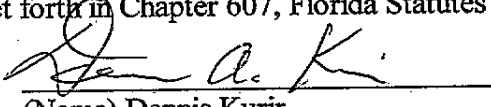
**EFFECTIVE DATE OF INCORPORATION**

This corporation shall be deemed to have come into existence on the date these Articles of Incorporation are executed.

**IN WITNESS WHEREOF**, the undersigned has executed these Articles of Incorporation this 25<sup>th</sup> day of January 2002.

  
(Name) Ron Seggi  
Incorporator

THE UNDERSIGNED hereby accepts the office of registered agent and confirms that he is familiar with the obligations of that position as set forth in Chapter 607, Florida Statutes (1996).

  
(Name) Dennis Kurir  
Registered Agent