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## Florida Department of State

Division of Corporations

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Division of Corporations  
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Account Name : DORAN, WOLFE, ROST & ANSAY  
Account Number : I20010000203  
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## FLORIDA PROFIT CORPORATION OR P.A.

Kodiak Entertainment Group, Inc.

Certificate of Status	0
Certified Copy	1
Page Count	25
Estimated Charge	\$78.75

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FLORIDA DEPARTMENT OF STATE  
Jim Smith  
Secretary of State

August 14, 2002

DORAN, WOLFE, ROST & ANSAY

SUBJECT: KODIAK ENTERTAINMENT GROUP, INC.  
REF: W02000023566

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Beth Register  
Corporate Specialist Supervisor  
New Filings Section

FAX Aud. #: H02000180820  
Letter Number: 402A00048253

FAX AUDIT NO. H020001808201

**ARTICLES OF INCORPORATION  
OF  
KODIAK ENTERTAINMENT GROUP, INC.**

**ARTICLE I. NAME**

The name of this corporation shall be KODIAK ENTERTAINMENT GROUP, INC.

**ARTICLE II. COMMENCEMENT & DURATION**

The commencement of this corporation's existence shall be at the time of the filing of these Articles Of Incorporation. This corporation's duration shall be perpetual.

**ARTICLE III. PURPOSE**

This corporation is being organized for the purpose of engaging in the transaction of any and all business activities permitted under the laws of Florida and the United States Of America.

**ARTICLE IV. PRINCIPAL OFFICE**

The street address of this corporation's principal office shall be 31940 U.S. Highway 19 North, Palm Harbor, Florida 34684.

**ARTICLE V. CAPITAL STOCK**

This corporation shall have the authority to issue 10,000 shares of common capital stock at a par value of \$1.00 per share.

**ARTICLE VI. MAILING ADDRESS**

The mailing address of the Corporation is 31940 U.S. Highway 19 North, Palm Harbor, Florida 34684.

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Articles Of Incorporation Of KODIAK ENTERTAINMENT GROUP, INC.

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**ARTICLE VII. PREEMPTIVE RIGHTS**

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

**ARTICLE VIII. TRANSFER RESTRICTIONS**

No shareholder shall have the right to sell, assign, pledge, encumber, transfer, or otherwise dispose of any shares of the capital stock of this corporation, without first offering such shares for sale to this corporation at the net asset value thereof. Such offer shall be in writing, signed by the shareholder, sent by registered or certified mail to this corporation at its registered office address, and open for acceptance by this corporation for a period of fifteen days from the date of mailing. If this corporation fails or refuses, within such period, to make satisfactory arrangements for the purchase of such shares, the shareholder shall have the right to dispose of such shares without any further restrictions.

On the death of any shareholder, this corporation shall have the right to purchase any shares of the capital stock of this corporation owned by the shareholder immediately prior to the shareholder's death, on the terms set forth above, and this provision shall be binding upon the personal representative of the shareholder.

FAX AUDIT NO. H020001808201

FAX AUDIT NO. H020001808201

Each stock certificate issued by this corporation shall carry the following legend:

"These Shares Are Held Subject To Certain Transfer Restrictions  
Imposed By This Corporation's Articles Of Incorporation, A Copy Of  
Which Is On File At This Corporation's Principal Office."

**ARTICLE IX. INDEMNIFICATION**

This corporation shall indemnify any officer, director, employee, or agent, and any former officer, director, employee, or agent, to the full extent permitted by law.

**ARTICLE X. INITIAL REGISTERED OFFICE & AGENT**

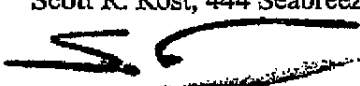
The address of this corporation's initial registered office shall be: 444 Seabreeze Blvd., Suite 400, Daytona Beach, Florida 32118.

The name of the individual who shall serve as this corporation's initial registered agent at that address is: Scott R. Rost.

**ARTICLE XI. INCORPORATOR**

The name and address of the individual who shall serve as this corporation's incorporator are:

Scott R. Rost, 444 Seabreeze Blvd., Suite 400, Daytona Beach, Florida 32118.

  
\_\_\_\_\_  
Scott R. Rost - Incorporator

I hereby accept my designation as registered agent and agree to serve as the registered agent of KODIAK ENTERTAINMENT GROUP, INC. I hereby state that I am familiar with and accept the duties and responsibilities as registered agent for KODIAK ENTERTAINMENT GROUP, INC.

  
\_\_\_\_\_  
Scott R. Rost

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Articles Of Incorporation Of KODIAK ENTERTAINMENT GROUP, INC.