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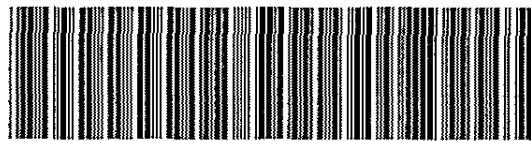
(Business Entity Name)

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FILED  
2002 DEC 13 AM 9:52  
TALLAHASSEE, FLORIDA

cf 12/17/02

December 9, 2002

FILED

2002 DEC 13 AM 9:52

Department of State  
Division of Corporations  
PO Box 6327  
Tallahassee, FL 32314

SECRETARY OF STATE  
TALLAHASSEE FLORIDA

Re: South Florida Entertainment Group, Inc.

Dear Sir or Madam:

Enclosed please find the original and one copy of Articles of Incorporation for the above referenced, proposed Florida corporation, accompanied by my money order payable to Florida Department of State in the amount of \$78.75 to cover the filing fee and a certified copy of the articles. Please send the certified copy to the undersigned at the address indicated.

Thank you for your attention to this matter.

Roger V. Laperna  
28471 US 19 N  
Clearwater, FL 33761

**ARTICLES OF INCORPORATION  
OF  
SOUTH FLORIDA ENTERTAINMENT GROUP, INC.**

**FILED**  
2002 DEC 13 AM 9:11  
CLERK OF STATE  
TALLAHASSEE FLORIDA

The undersigned subscriber to these Articles of Corporation hereby forms a corporation for profit under Chapter 607, Florida Statutes.

**Article I – Name**

The name of the corporation is South Florida Entertainment Group, Inc.

**Article II – Purpose**

The corporation shall engage in any activity or business permitted under the laws of the United States and of the State of Florida.

**Article III – Effective Date/Term of Existence**

These Articles of Incorporation shall be effective immediately upon approval of the Secretary of State, State of Florida. The corporation shall have perpetual existence.

**Article V – Principal Office**

The principal office of the corporation shall be 28471 US 19 N, Clearwater, Florida 33761, and the mailing address for the corporation shall be the same.

**Article VI – Capital Stock**

The maximum number of shares the Corporation is authorized to issue is 1000, all of which will be common shares. All common shares shall be identical with each other and the holders thereof shall be entitled to one vote for each share on all matters on which shareholders have the right to vote.

**Article VII – Initial Registered Agent and Office**

The name and address of the initial Registered Agent are Roger V. Laperna, 28471 US 19 N, Clearwater, Florida 33761.

**Article VIII – Incorporator**

The name and address of the incorporator of the corporation are Roger V. Laperna, 28471 US 19 N., Clearwater, Florida 33761.

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**Article IX – Initial Directors**

2002 DEC 13 AM 9:52

The name and address of the initial Director of the corporation are: SECRETARY OF STATE  
TALLAHASSEE FLORIDA

Roger V. Laperna, 28471 US 19 N., Clearwater, Florida 33761.

**Article X – Bylaws**

The Board of Directors of the corporation shall have power, without the assent or vote of the shareholders, to make, alter, amend or repeal the Bylaws of the corporation, but the affirmative vote of a number of Directors equal to a majority of the number who would constitute a full Board of Directors at the time of such action shall be necessary to take any action for the making, alteration, amendment or repeal of the Bylaws.

**Article XI – Amendment**

The corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation, or in any amendment hereto, or to add any provision to these Articles of Incorporation or any amendment hereto, in any manner now or hereafter prescribed or permitted by the provisions of any applicable statute of the State of Florida, and all rights conferred upon shareholders in these Articles of Incorporation or any amendment hereto are granted subject to this reservation

The undersigned has executed these Articles of Incorporation on this 7th day of December, 2002.

  
\_\_\_\_\_  
Roger V. Laperna  
Incorporator

**Acceptance of Registered Agent  
Designated in Articles of Incorporation**

Having been named as registered agent and to accept service of process for the above stated corporation in the foregoing Articles of Incorporation, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Dated: 12/7/02

  
\_\_\_\_\_  
Roger V. Laperna