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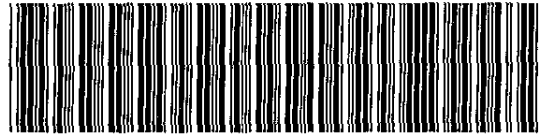
(Business Entity Name)

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03 JUN 31 AM 11:00  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA  
03 JUN 31 PM 1:28  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

JAN 31

Capitol Services, Inc.

1406 Hays St., Suite 2

Tallahassee, FL 32301

(850) 878-4734  
Kathi or Brent

Office Use Only

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

1. Insyte Studios, Inc  
(Corporation Name) (Document #)
2. \_\_\_\_\_  
(Corporation Name) (Document #)
3. \_\_\_\_\_  
(Corporation Name) (Document #)
4. \_\_\_\_\_  
(Corporation Name) (Document #)

☒ Walk in

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**NEW FILINGS**

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

**OTHER FILINGS**

- ☐ Annual Report
- ☐ Fictitious Name

**AMENDMENTS**

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

**REGISTRATION/QUALIFICATION**

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

**Examiner's Initials**

**ARTICLES OF INCORPORATION**  
**OF**  
**INSYTE STUDIOS, INC.**

THE UNDERSIGNED, acting as incorporator of a corporation under the Florida General Corporation Act, adopts the following Articles of Incorporation for such corporation:

**ARTICLE I – NAME**

The name of this corporation is INSYTE STUDIOS, INC.

**ARTICLE II – PRINCIPAL OFFICE AND NATURE OF BUSINESS**

The principal place of business and mailing address of the corporation shall be 15210 Amberly Drive, Suite 914, Tampa, FL 33647.

The purpose of this corporation is to promote and market models and aspiring models and engage in any other activity or business permitted under the laws of the United States and State of Florida.

**ARTICLE III – CAPITAL STOCK**

The aggregate number of shares which this corporation shall have authority to issue is 1,000 shares of Class A stock at \$1.00 par value per share. Fully-paid stock of this corporation shall not be liable to any further call or assessment. The sum of the par value of all shares of capital stock of the corporation that have been issued shall be the stated capital of the corporation at any particular time, to the extent of the par value of such shares, and the excess, if any, of consideration received for such shares shall constitute capital surplus.

**ARTICLE IV – TERM OF EXISTENCE**

The duration of this corporation is perpetual.

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## **ARTICLE V – AMENDMENT**

These Articles of incorporation may be amended, altered, changed or repealed by the affirmative vote of a majority of the stock issued and outstanding, at a Shareholders meeting called for that purpose.

## **ARTICLE VI – SHAREHOLDER RIGHTS**

Shareholders of the corporation shall not have preemptive rights to acquire their pro rata share of stock of the corporation for all issues of any class of stock of the corporation, no matter when authorized.

This article pertaining to preemptive rights may not be amended or deleted without the unanimous vote of the Shareholders of the affected class, and no issuance of stock of the corporation shall take place unless the price at which the stock is to be issued shall be approved by a majority of the shareholders.

## **ARTICLE VII – INITIAL OFFICE AND AGENT**

The street address of this corporation's initial registered office is 15210 Amberly Drive, Suite 914, Tampa, FL 33647 and the name of the initial registered agent is Kristopher Smith.

## **ARTICLE VIII - DIRECTORS**

The number of directors constituting the initial Board of Directors of this corporation is three (3). The name and address of the persons who is to serve as Directors until the first annual meeting of Shareholders, or until their successors are elected and qualify, is:

Name	Address
Royce Bristol	15210 Amberly Drive, Suite 914 Tampa, FL 33647
Kristopher Smith	15210 Amberly Drive, Suite 914 Tampa, FL 33647
Steven Dejean	15210 Amberly Drive, Suite 914 Tampa, FL 33647

## **ARTICLE IX – INCORPORATOR**

The name and address of the incorporator is:

Name	Address
Royce Bristol	15210 Amberly Drive, Suite 914 Tampa, FL 33647

## **ARTICLE X – COMMON DIRECTORS – TRANSACTIONS BETWEEN CORPORATIONS**

No contract or other transaction between this corporation and one or more of its Directors and any other corporation, firm, association or entity in which one or more of its directors or any other corporation, firm, association or entity in which one or more of its Directors are directors or officers or are financially interested, shall either be void or voidable because of such relationship or interest, or because such Director or Directors are present at the meeting of the Board of Directors, or a committee thereof which authorizes, approves or ratifies such contract or transaction, or because of his or their votes are counted for such purposes if: (a) the fact of such relationship or interest is disclosed or known to the Board of Directors or committee which authorizes, approves, ratifies the contract or transaction by vote or consent sufficient for the purpose without counting the votes or consents of such interested Director; (b) the fact of such relationship or interest is disclosed or known to the Shareholders entitles to vote and they authorize, approve or ratify such contract or transaction by vote or written consent; or (c) the contract is fair and reasonable to the corporation.

Common or interested Directors may be counted in determining the presence of a quorum at a meeting of the Board of Directors or committee thereof which authorizes, approves or ratifies such contract or transaction.

## **ARTICLE XI – BYLAWS**

The Bylaws of the corporation shall be initially adopted by the Board of Directors, and may be changed or repealed by the affirmative vote of a majority of the Board of directors or by the affirmative vote of a majority of Shareholders at any meeting thereof.

## **ARTICLE XII – MISCELLANEOUS**

Other lawful provisions, if any, concerning the stock of this corporation, or for the conduct and regulation of the business and affairs of the corporation, for its voluntary dissolution, or for limiting, defining, or regulating the powers of the corporation, or its Directors or shareholders, or any class of Shareholders: None

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 28<sup>th</sup> day of January, 2003.

Royce Bristol  
Royce Bristol

STATE OF FLORIDA

COUNTY OF Hillsborough

On this 28<sup>th</sup> day of January, 2003 before me, the undersigned, a notary public in and for the said County and State, personally appeared Royce Bristol known to me to be the person whose name is subscribed to the within instrument and acknowledge that he/she executed the same.

Arethea S. Cusseau  
Notary Public, State of  
Florida at Large



**CERTIFICATE DESIGNATING  
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Section 607.0501 or 617.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is:

INSYTE STUDIOS, INC.

2. The name and address of the registered agent and office is:

Kristopher Smith  
15210 Amberly Drive, Suite 914  
Tampa, FL 33647

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE-STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT 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.

Signature



Date

01/28/03

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