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6-30-03

**CORPORATE  
ACCESS,  
INC.**

236 East 6th Avenue . Tallahassee, Florida 32303

P.O. Box 37066 (32315-7066) ~ (850) 222-2666 or (800) 969-1666 . Fax (850) 222-1666

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Arts

1.) Light Up Orlando, Inc.  
(CORPORATE NAME & DOCUMENT #)

2.) \_\_\_\_\_  
(CORPORATE NAME & DOCUMENT #)

3.) \_\_\_\_\_  
(CORPORATE NAME & DOCUMENT #)

4.) \_\_\_\_\_  
(CORPORATE NAME & DOCUMENT #)

5.) \_\_\_\_\_  
(CORPORATE NAME & DOCUMENT #)

SPECIAL INSTRUCTIONS

**ARTICLES OF INCORPORATION**  
**OF**  
**LIGHT UP ORLANDO, INC.**

FILED  
03 JUN 30 PM 3: 32  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, acting as Incorporator, desiring to form a corporation for profit pursuant to the Florida Business Corporation Act, adopts the following Articles of Incorporation for such corporation.

**ARTICLE I**  
**NAME**

The name of this corporation is LIGHT UP ORLANDO, INC.

**ARTICLE II**  
**DURATION**

This corporation shall begin its corporate existence as of the filing of these Articles of Incorporation and shall exist perpetually unless dissolved by operation of law.

**ARTICLE III**  
**GENERAL PURPOSE**

This corporation is organized for the purpose of transacting any and all lawful business authorized and not prohibited by the Florida Business Corporation Act, as the same may be from time to time amended.

**ARTICLE IV**  
**CAPITAL STOCK**

This corporation is authorized to issue one thousand (1,000) shares of capital stock, which shall be designated Common Shares with ONE AND NO/100 DOLLAR (\$1.00) par value. The directors of the corporation are authorized and empowered to issue the capital stock of the corporation as they in their discretion shall determine.

**ARTICLE V**  
**NO PREEMPTIVE RIGHTS**

The preemptive right to purchase additional shares or any other securities of this corporation is expressly denied to all shareholders of all classes.

**ARTICLE VI**  
**PRINCIPAL OFFICE, INITIAL REGISTERED OFFICE AND AGENT**

The street address of the principal office and initial registered office of the corporation is 14 East Washington Street, Suite 600, Orlando, Florida 32801 and the name of the initial registered agent of this corporation at that address is Thomas F. Lang.

**ARTICLE VII**  
**INITIAL BOARD OF DIRECTORS**

- A. This corporation shall have two (2) directors initially.
- B. The number of directors of this corporation may be increased or decreased from time to time pursuant to By-Laws adopted by the shareholders, but shall never be less than one (1).
- C. The name and address of the initial members of the Board of Directors who shall hold office until their successor is duly elected and has qualified is:

Thomas F. Lang	14 East Washington Street, Suite 600 Orlando, FL 32801
Joanne Grant	14 East Washington Street, Suite 600 Orlando, FL 32801

**ARTICLE VIII**  
**INCORPORATOR**

The name and address of the Incorporator of this corporation is:

Thomas F. Lang	14 East Washington Street, Suite 600 Orlando, FL 32801
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**ARTICLE IX**  
**BY-LAWS**

The power to adopt, alter or repeal by-laws shall be vested in the Board of Directors.

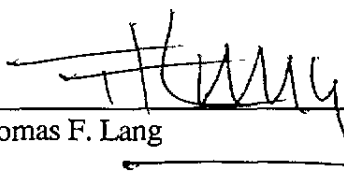
**ARTICLE X**  
**INDEMNIFICATION**

This corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by the Florida Business Corporation Act.

**ARTICLE XI**  
**AMENDMENTS**

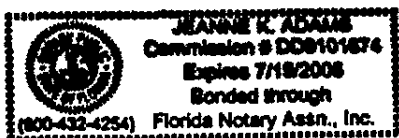
The corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment hereto, and any right conferred upon the shareholder is subject to this reservation.


IN WITNESS WHEREOF, the undersigned have executed these Articles at Orlando, Florida, this 27<sup>th</sup> day of June 2003.

  
\_\_\_\_\_  
Thomas F. Lang

STATE OF FLORIDA  
COUNTY OF ORANGE

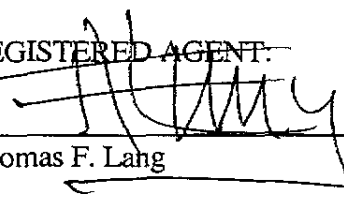
The foregoing instrument was acknowledged before me this 27<sup>th</sup> day of June 2003, by THOMAS F. LANG, who is personally known to me or who produced a Florida driver's license as identification.



  
\_\_\_\_\_  
NOTARY PUBLIC  
\_\_\_\_\_  
Print Name  
My Commission Expires: \_\_\_\_\_  
Commission Number: \_\_\_\_\_

**ACCEPTANCE BY REGISTERED AGENT**

Having been named as registered agent for the above stated corporation at the place designated in the Articles of Incorporation, I hereby agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

REGISTERED AGENT:  
  
\_\_\_\_\_  
Thomas F. Lang