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DIVISION OF CORPORATION

Bm 8/12



CORPORATION SERVICE COMPANY™

ACCOUNT NO. : 072100000032

REFERENCE : 201032 7293438

AUTHORIZATION :

COST LIMIT : \$ 78.75

Patricia Pigute

ORDER DATE : August 11, 2003

ORDER TIME : 11:54 AM

ORDER NO. : 201032-005

CUSTOMER NO: 7293438

CUSTOMER: James L. Nichols, Esq
James Larry Nichols, P.a.

Suite 204
8191 College Parkway
Fort Myers, FL 33919

DOMESTIC FILING

NAME: TCM MANAGEMENT, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY

CONTACT PERSON: Norma Hull - EXT. 1115

EXAMINER'S INITIALS: _____

ARTICLES OF INCORPORATION

OF

TCM MANAGEMENT, INC.

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TALLAHASSEE, FLORIDA

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I. NAME.

The name of this Corporation shall be TCM MANAGEMENT, INC.

ARTICLE II. COMMENCEMENT & DURATION.

The existence of the Corporation will commence upon filing as provided by the laws of the State of Florida, and will continue thereafter perpetually.

ARTICLE III. PRINCIPAL OFFICE.

The principal place of business of this Corporation and its mailing address shall be: 8695 COLLEGE PARKWAY, SUITE 322, FORT MYERS, FLORIDA 33919.

ARTICLE IV. NATURE OF BUSINESS.

This Corporation is being formed to deal in all respects with the management of the entertainment industry, and all direct and indirect related activities of every kind and nature. This is not intended to limit the Corporation, and, it is specifically authorized to transact any and all lawful business which corporations formed under the Florida Business Corporation Act may transact.

ARTICLE V. CAPITAL STOCK.

The number of shares of stock that this Corporation is authorized to have outstanding at any one time is Seventy Five Hundred (7500) shares of common stock of the same class, each having a par value of one (\$1.00) dollar. The Shareholders of this Corporation shall have no preemptive rights.

ARTICLE VI. REGISTERED AGENT & ADDRESS.

The name and mailing address of the initial registered agent is as follows:

JAMES LARRY NICHOLS
8191 College Parkway, Suite 204
Fort Myers, Florida 33919

and, the street address of the Corporation's initial registered office is:

8191 College Parkway, Suite 204
Fort Myers, Florida 33919

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ARTICLE VII. INCORPORATOR.

This Corporation has one incorporator whose name and address is as follows:

JAMES LARRY NICHOLS
8191 College Parkway, Suite 204
Fort Myers, Florida 33919

ARTICLE VIII. DIRECTORS.

The number of members of the Board of Directors of this Corporation will be determined from time to time by the Shareholders, but shall never be less than one (1). It will, initially, have one (1) Director, whose name and street address is as follows:

CARLOS MARTIR
8695 College Parkway, Suite 322
Fort Myers, Florida 33919

THE UNDERSIGNED has executed these Articles of Incorporation this 7th day of August, 2003. Having been named Registered Agent, I hereby accept and am familiar with the obligations of being registered agent of this Corporation, and agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties.


JAMES LARRY NICHOLS
Incorporator and Registered Agent