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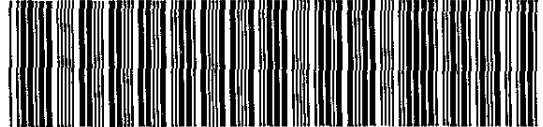
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TALLAHASSEE, FLORIDA

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George H. Russell, Jr.
CERTIFIED PUBLIC ACCOUNTANT

9308 Old Pasco Road
Wesley Chapel, Florida 33544
(352) 588-4297

P.O. Box 17128
Tampa, Florida 33682
ghrtpacpa@aol.com

December 23, 2003

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, Florida 32314

SUBJECT: Theatre By Elizabeth, Inc.

I enclose an original and one copy of the Articles of Incorporation and the Designation of Registered Agent for the above corporation along with a check in the amount of seventy dollars (\$70.00).

Please advise if additional information is required.

Yours truly



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ARTICLES OF INCORPORATION
OF
Theatre By Elizabeth, Inc.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

The name of the corporation shall be Theatre By Elizabeth, Inc.

ARTICLE II

The principal place of business and mailing address of this corporation shall be 9308 Old Pasco Road, Wesley Chapel, Florida 33544.

ARTICLE III

The number of shares that this corporation is authorized to have outstanding at any one time is one hundred thousand (100,000).

ARTICLE IV

The name and address of the initial registered agent is G. H. Russell, Jr. 9308 Old Pasco Road Wesley Chapel, Florida 33544.

ARTICLE V

The name and address of the incorporator to these Articles of Incorporation is Elizabeth P. Russell, 9308 Old Pasco Road, Wesley Chapel, Florida 33544.

ARTICLE VI

Pursuant to section 607.0123 of the Florida Statutes, the effective date of this document shall be December 26, 2003.

The undersigned has executed these articles of incorporation this 23rd day of December, 2003.


Elizabeth P. Russell

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/ REGISTERED OFFICE

Pursuant to the provisions of Section 607.0501, 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 Theatre By Elizabeth, Inc.
2. The name and address of the registered agent and office is G. H. Russell, Jr. 9308 Old Pasco Road Wesley Chapel, Florida 33544.

Signature Elizabeth I Russell
Title President
Date 12-23-03

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 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.

Signature G. H. Russell Jr.
Date 12-23-03