

Florida Department of State
Division of Corporations
Public Access System

Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

(((H04000195506 3)))

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:

Division of Corporations
 Fax Number : (850)205-0381

From:

Account Name : MACFARLANE FERGUSON & MCMULLEN (CLEARWATER)
 Account Number : 071005001001
 Phone : (727)441-8966
 Fax Number : (727)442-8470

AND
 FILED
 04 SEP 30 PM 1:35
 SECRETARY OF STATE
 TALLAHASSEE, FLORIDA

FLORIDA PROFIT CORPORATION OR P.A.

DARTELLA ENTERTAINMENT, INC.

Certificate of Status	1
Certified Copy	0
Page Count	06
Estimated Charge	\$78.75

Electronic Filing Menu

Corporate Filing

Public Access Help

SEP-30-2004 11:36

MACFARLANE FERGUSON

727 442 8470 P.02

Fax Audit No. H04000195506 3

ARTICLES OF INCORPORATION
OF
DARTELLA ENTERTAINMENT, INC.

FILED
04 SEP 30 PM 1:35
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

Name

The name of this corporation is:

DARTELLA ENTERTAINMENT, INC.

ARTICLE II

Duration

The term of existence of this corporation shall be perpetual.

ARTICLE III

Purpose

This corporation is organized for the purpose of transacting
any and all lawful business.

Prepared by: J. Paul Raymond, Esq.
P. O. Box 1669
Clearwater, FL 33757
(727) 441-8966
Fla. Bar No. 169268

Fax Audit No. H04000195506 3

Fax Audit No. H04000195506 3

ARTICLE IV

Capital Stock

This corporation is authorized to issue 7,500 shares at One (\$1.00) Dollar par value common stock, which shall be designated "common shares". The consideration to be paid for each share shall be fixed by the Board of Directors. Common stock of the corporation may be issued as "small business corporation" stock in accordance with a plan or plans under the provisions of Section 1244 of the Internal Revenue Code of 1986.

All voting powers of this corporation shall be vested in the common stock above designated.

ARTICLE V

Principal Office and Registered Agent

The street address of the principal office of this corporation is 625 Court Street, Suite 200, Clearwater, FL 33756, and the name of the initial registered agent of this corporation at that address is J. Paul Raymond.

ARTICLE VI

Initial Board of Directors and Officers

This corporation shall have one (1) director(s) and/or officer(s) initially. The number of directors and/or officers may be either increased or diminished from time to time by the By-Laws, but shall never be less than one. The names and addresses of the

Fax Audit No. H04000195506 3

Fax Audit No. H04000195506 3

initial directors and officers of this corporation are:

<u>Name</u>	<u>Address</u>	<u>Office</u>
Michael Kemplin	95 th Street Circle E. Bradenton, FL 34202	Pres/Secy/Director

ARTICLE VII

Incorporators

The name and address of the person(s) signing these Articles is:

<u>Name</u>	<u>Address</u>
J. Paul Raymond	625 Court Street Suite 200 Clearwater, FL 33756

ARTICLE VIII

By-Laws

The power to adopt, alter, amend, or repeal By-Laws shall be vested in the Board of Directors and the shareholders.

ARTICLE IX

Shareholder Quorum and Voting

Fifty-one (51%) percent of the shares entitled to vote, represented in person or by proxy, shall constitute a quorum at a meeting of shareholders.

If a quorum is present, the affirmative vote of fifty-one (51%) percent of the shares represented at the meeting and entitled to vote on the subject matter shall be the act of the shareholders.

Fax Audit No. H04000195506 3

ARTICLE X

Powers

This corporation shall have all of the corporate powers enumerated in the Florida General Corporation Act, and, in addition to and not in limitation thereof, this corporation shall have the power to guarantee the performances of obligations of other persons, partnerships, corporations, or other entities.

ARTICLE XI

Indemnification

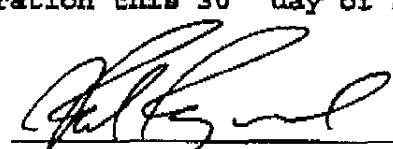
The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

ARTICLE XII

Amendment

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

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 30th day of September, 2004.



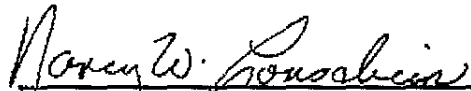
J. Paul Raymond
Incorporator

Fax Audit No. H04000195506 3

STATE OF FLORIDA
COUNTY OF PINELLAS

I HEREBY CERTIFY, that on this day personally appeared before me, an officer duly authorized to administer oaths and take acknowledgments, J. PAUL RAYMOND, to me personally known to be the individual described in and who executed the foregoing instrument or who has produced N/A as identification and who did take an oath and he acknowledged before me that he executed the same for the purposes therein expressed.

WITNESS my hand and official seal at Clearwater, said County and State, this 30th day of September, 2004.



Notary Public

Print Name:

My Commission Expires:

Nancy W Lonschein
My Commission DDB48228
Expires July 28, 2005

SEP-30-2004 11:37

MACFARLANE FERGUSON

APPROVED
AND
727 442 8400 P.07
FILED

Fax Audit No. H04000195506 3 04 SEP 30 PM 1:35

CERTIFICATE DESIGNATING PLACE OF RESIDENCE
OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

First -- That DARTELLA ENTERTAINMENT, INC., desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation, in the City of Largo, County of Pinellas, State of Florida, has named J. PAUL RAYMOND located at 625 Court Street, Suite 200, Clearwater, Pinellas County, Florida 33756, as its agent to accept service of process within this state.

ACKNOWLEDGMENT

Having been named to accept service of process for the above-stated corporation, at the place designated in this certificate, I hereby accept to act in this capacity and agree to comply with the provisions of said Act relative to keeping open said office.


J. PAUL RAYMOND
Registered Agent

Fax Audit No. H04000195506 3

TOTAL P.07