

Division of Corporations

Page 1 of 1

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From:
Account Name : MOSLEY, WALLIS & WHITEHEAD, P.A.
Account Number : I19990000009
Phone : (321) 984-3842
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FLORIDA PROFIT CORPORATION OR P.A.

HOLLYWOOD NIGHTS VIDEO, II, INC.

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**ARTICLES OF INCORPORATION
OF
HOLLYWOOD NIGHTS VIDEO, II, INC.**

In compliance with the requirements of F.S. Chapter 607, the undersigned, being a natural person, does hereby act as an incorporator in adopting and filing the following Articles of Incorporation for the purpose of organizing a business corporation.

ARTICLE I

The name of the corporation ("Corporation") is HOLLYWOOD NIGHTS VIDEO, II, INC.

ARTICLE II

The existence of the corporation shall begin on the date of filing of these Articles of Incorporation.

ARTICLE III

The street address of the principal office of the Corporation is 3830 S. Hwy. A1A, Ste. C 5, Melbourne Beach, Florida 32951.

ARTICLE IV

The maximum number of shares this Corporation is authorized to issue is 100 shares with a par value of \$1.00 per share, all of which shall be Common Shares. All Common Shares shall be identical with each other in every respect and the holders thereof shall be entitled to one vote for each share on all matters on which shareholders have the right to vote.

ARTICLE V

The initial street address of the Corporation's registered office is 1221 E. New Haven Avenue, Melbourne, FL 32901. The initial registered agent for the Corporation at that address is Curtis R. Mosley.

Mosley & Wallis, P.A.
Curtis R. Mosley, Esq.
P.O. Box 1210
Melbourne, FL 32902-1210
(321)984-3842
Facsimile Audit #:
Florida Bar #: 143318

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ARTICLE VI

The initial board of directors shall consist of 3 members. The names and address of the persons who will serve on the initial board of directors are:

Marcus Wayne Fertig
440 8th Avenue
Indialantic, FL 32903

Gayle Nelson Fertig
440 8th Avenue
Indialantic, FL 32903

Claude Hessee
2010 Harbortown Drive, Suite I
Fort Pierce, FL 34946

ARTICLE VII

The names and street addresses of the persons signing these articles of incorporation are:

CURTIS R. MOSLEY
1221 East New Haven Avenue
Melbourne, Florida 32901

ARTICLE VIII

The corporation shall indemnify its directors, officers, employees, and agents to the fullest extent permitted by law.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of
Incorporation this 16 day of November, 2004.



Curtis R. Mosley

Mosley & Wallis, P.A.
Curtis R. Mosley, Esq.
P.O. Box 1210
Melbourne, FL 32902-1210
(321) 984-3842
Facsimile Audit #:
Florida Bar #: 143318

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for HOLLYWOOD NIGHTS VIDEO, II, INC. at the place designated in the Articles of Incorporation, the undersigned is familiar with and accepts the obligations of that position pursuant to F.S. 607.0501(3).



Curtis R. Mosley

Date: November 16, 2004

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CLERK OF STATE
TALLAHASSEE, FLORIDA

Mosley & Wallis, P.A.
Curtis R. Mosley, Esq.
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