

Division of Corporations

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Division of Corporations
Public Access SystemPage 1 of 1
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DIVISION OF CORPORATIONS

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To:

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

From:

Account Name : VOIGT & VOIGT, P.A.
Account Number : I20030000017
Phone : (941) 925-2324
Fax Number : (941) 925-2924**FLORIDA PROFIT CORPORATION OR P.A.****TAKE ONE MEDIA, INC.**

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**ARTICLES OF INCORPORATION
OF**

TAKE ONE MEDIA, INC.

ARTICLE I - NAME

The name of this corporation is TAKE ONE MEDIA, INC.

ARTICLE II - TERM

This corporation shall commence to exist on the time of the filing of these Articles of Incorporation by the Department of State of the State of Florida, and shall exist perpetually or until legally dissolved.

ARTICLE III - PURPOSE

This is a corporation for the purpose of conducting any or all lawful business, and doing all acts and things as are incidental to the foregoing or necessary or convenient to carry on the business of the corporation or to effect or promote the purpose for which the corporation is formed.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue Seven Hundred Fifty (750) shares of One Dollar (\$1.00) par value per share common stock.

ARTICLE V - PRINCIPAL OFFICE

The street address of the principal office of this corporation is 4708 Manatee Avenue W., Bradenton, FL 34209.

ARTICLE VI - INITIAL REGISTERED AGENT AND ADDRESS

The initial registered agent of this corporation is STEPHEN F. VOIGT, ESQ., of VOIGT & VOIGT, P.A., and the address of the registered agent is **2042 BEE RIDGE ROAD, SARASOTA, FLORIDA 34239.**

ARTICLE VII - MANAGEMENT OF CORPORATION BY SHAREHOLDERS

All corporate powers shall be executed by or under the authority of, and the business and affairs of this corporation shall be managed under the direction of, the

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05 SEP 21 AM 11:12

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shareholders of this corporation. This corporation shall have no directors.

ONE HUNDRED PERCENT (100%) of the shares entitled to vote, represented in person or by proxy, shall constitute a quorum at a meeting of the shareholders.

ARTICLE VIII - INITIAL OFFICER(S)/DIRECTOR(S)

The name of the initial officer(s) of this corporation is/are: PATRICIA SAWYER, as President, Vice President and Treasurer and LAURIE HANDLERS, as Secretary.

ARTICLE IX - INCORPORATOR

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

PATRICIA SAWYER
4708 Manatee Avenue W.
Bradenton, FL 34209

ARTICLE X - AMENDMENT

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

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 21 day of September, 2005.


PATRICIA SAWYER

STATE OF FLORIDA
COUNTY OF SARASOTA

The foregoing instrument was acknowledged before me this 21 day of September, 2005 by PATRICIA SAWYER, who is personally known to me or who has produced a Driver's License as Identification and who did take an oath.

MY COMMISSION EXPIRES




Notary Public

Melissa M. Zeller
(Print Name)

(((H05000224435 3)))

((H05000224435 3))

CONSENT OF REGISTERED AGENT

Having been named as registered agent for this corporation at the registered office designated in the foregoing Articles of Incorporation, the undersigned accepts the designation.

VOIGT & VOIGT, P.A.

BY:

Stephen F. Voigt, Esq.

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05 SEP 21 AM 11:12

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