

P05000166746

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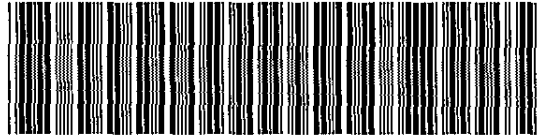
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*Amended &
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Articles

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06 JAN -4 PM 1:04
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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AR
1/4/06

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

Wilde Productions, Inc.

Signature

Requested by:

Name

Date

Time

Walk-In

Will Pick Up

Art of Inc. File

LTD Partnership File

Foreign Corp. File

L.C. File

Fictitious Name File

Trade/Service Mark

Merger File

☒ Art. of Amend. File

RA Resignation

Dissolution / Withdrawal

Annual Report / Reinstatement

Cert. Copy

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Certificate of Good Standing

Certificate of Status

Certificate of Fictitious Name

Corp Record Search

Officer Search

Fictitious Search

Fictitious Owner Search

Vehicle Search

Driving Record

UCC 1 or 3 File

UCC 11 Search

UCC 11 Retrieval

Courier

AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF
WILDE PRODUCTIONS, INC.

FILED
06 JAN -4 PM 1:04
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, who is a natural person competent to contract, hereby amends and restates the Articles of Incorporation for the corporation as filed with the Florida Department of State under document No. P05000166645, to be effective as of December 31, 2005. Because this corporation has issued no shares of stock, the undersigned, as the sole incorporator of the corporation, has the power to amend the corporation's Articles of Incorporation under Section 607.1005, Florida Statutes.

ARTICLE 1.

Name

The name of this corporation is WILDE PRODUCTIONS, INC. The mailing address of the corporation is 440 N. Orange Avenue, Sarasota, Florida 34236.

ARTICLE 2.

Term of Existence

The date when corporate existence shall commence shall be December 23, 2005, and the corporation shall have perpetual existence thereafter.

ARTICLE 3.

Nature of Business

This corporation is organized to engage in any and all lawful businesses.

ARTICLE 4.

Powers

The corporation shall have power:

- (a) To have perpetual succession by its corporation name.
- (b) To sue and be sued, complain, and defend in its corporate name in all actions or proceedings.
- (c) To have a corporate seal, which may be altered at pleasure, and to use the same by causing it, or a facsimile thereof, to be impressed, affixed, or in any other manner reproduced.
- (d) To purchase, take, receive, lease, or otherwise acquire, own, hold, improve, use, and otherwise deal in and with real or personal property or any interest therein, wherever situated.
- (e) To sell, convey, mortgage, pledge, create a security interest in, lease, exchange, transfer, and otherwise dispose of all or any part of its property and assets.
- (f) To lend money to and use its credit to assist its officers and employees to the full extent permitted by law.
- (g) To purchase, take, receive, subscribe for, or otherwise acquire, own, hold, vote, use, employ, sell, mortgage, lend, pledge, or otherwise dispose of, and otherwise use and deal in and with, shares or other interests in, or obligations of, other domestic or foreign corporations, associations, partnerships or individuals, or direct or indirect obligations of the United States or of any other municipality or of any instrumentality thereof.
- (h) To make contracts and guarantees and incur liabilities, borrow money at such rates of interest as the corporation may determine, issue its notes, bonds, and other obligations, and secure any of its obligations by mortgage or pledge of all or any of its property, franchises, and income.
- (i) To lend money for its corporate purposes, invest and reinvest its funds, and take and hold real and personal property as security for the payment of funds so loaned or invested.
- (j) To conduct its business, carry on its operations, and have offices and exercise the powers granted by this act within or without this state.

(k) To elect or appoint officers and agents of the corporation and define their duties and fix their compensation.

(l) To make and alter bylaws, not inconsistent with these articles of incorporation and the laws of this state, for the administration and regulation of the affairs of the corporation.

(m) To make donations for the public welfare or for charitable scientific or educational purposes.

(n) To transact any lawful business which the board of directors shall find will be in aid of governmental policy.

(o) To pay pensions and establish pension plans, profit sharing plans, stock bonus plans, stock option plans, and other incentive plans for any or all of its directors, officers, and employees and for any or all of the directors, officers, and employees of its subsidiaries.

(p) To be a promoter, incorporator, partner, member, associate, or manager of any corporation, partnership, joint venture, trust or other enterprise.

(q) To have and exercise all powers necessary or convenient to effect its purposes.

ARTICLE 5.

Capital Stock

This corporation is authorized to issue 450 shares of Class A common voting stock, and 8,550 shares of Class B common non-voting stock. All stock, when issued, shall be fully paid and non-assessable.

ARTICLE 6.

Initial Registered Office and Agent

The street address of the registered office of this corporation is 1515 Ringling Boulevard, 10th Floor, Sarasota, Florida 34236 and the name of its registered agent at such address is RICHARD R. GANS.

ARTICLE 7

Directors

The corporation shall have two directors initially. The number of directors may be increased or diminished from time to time pursuant to the Bylaws adopted by the Board of Directors, provided that the Corporation shall always have at least one director. The names and street addresses of the initial directors of this corporation, who shall serve until their successors are duly elected and qualified, are:

<u>Name</u>	<u>Address</u>
THERESA L. PIERCE	440 N. Orange Avenue Sarasota, FL 34236
KATHLEEN M. WILDE	440 N. Orange Avenue Sarasota, FL 34236

ARTICLE 8.

Subscriber

The name and street address of the incorporator signing these amended and restated articles of incorporation is:

<u>Name</u>	<u>Address</u>
STEPHEN B. KEYSER	1515 Ringling Blvd; 10 th Floor Sarasota, FL 34236

ARTICLE 9.

Special Provisions

The power to adopt, alter, amend or repeal bylaws shall be vested in the board of directors of this corporation.

ARTICLE 10.

Indemnification

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

ARTICLE 11.

Preemptive Rights

Each shareholder of the corporation shall be entitled to full preemptive rights to acquire his or her proportional part of any unissued or treasury shares of the corporation, or securities of the corporation convertible into or carrying a right to subscribe to or acquire such shares, which may be issued at any time by the corporation.

ARTICLE 12.

Removal of Directors

The shareholders of this corporation shall be entitled to remove any director from office at any time for any reason whatsoever, whether or not there is cause for removal.

ARTICLE 13.

Amendment

The articles of incorporation, as amended, may be amended in the manner provided by law.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Amended and Restated Articles of Incorporation on January 3, 2006.

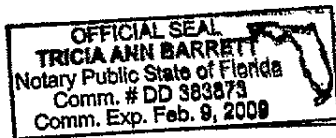


STEPHEN B. KEYSER

STATE OF FLORIDA

COUNTY OF SARASOTA

The foregoing instrument was acknowledged before me on January 3, 2006 by STEPHEN
B. KEYSER, who ☒ is personally known to me or ☐ has produced
_____ as identification and who did (did not) take an oath.



A handwritten signature in cursive script, appearing to read "Tricia Ann Barrett", written over a horizontal line.

Notary Public **TRICIA ANN BARRETT**
My Commission Expires:

ACCEPTANCE

I hereby agree, as Registered Agent, to accept Service of Process; to keep the office open during prescribed hours; to post my name (and any other officers of said corporation authorized to accept service of process at the above Florida designated address) in some conspicuous place in the office as required by law. I am familiar with and accept the obligations provided for in §607.0505 of the Florida Statutes.



RICHARD R. GANS
Registered Agent

351396

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA