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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FLORIDA PROFIT/NON PROFIT CORPORATION

VILLAGE FAMILY VIDEO, INC.

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Articles of Incorporation
of
VILLAGE FAMILY VIDEO, INC.

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Article I. Name

The name of this Florida corporation is:

VILLAGE FAMILY VIDEO, INC.

Article II. Address

The mailing and physical address of the Corporation is:

VILLAGE FAMILY VIDEO, INC.
1452 ROSEDALE WAY
THE VILLAGES, FL 32162

Article III. Capital Stock

The Corporation shall have the authority to issue 1000 shares of common stock, par value \$1.00 per share.

Article IV. Registered Agent

The name and address of the registered agent of the Corporation is:

DENISE KINGSLEY
1452 ROSEDALE WAY
THE VILLAGES, FL 32162

Article V. Board of Directors

The affairs of the Corporation shall be managed by a Board of Directors consisting of no less than one director. The number of directors may be increased or decreased from time to time in accordance with the Bylaws of the Corporation. The election of directors shall be done in accordance with the Bylaws. The directors shall be protected from liability to the fullest extent permitted by law. The name of each initial member of the Corporation's Board of Directors are:

President - Denise Kingsley 1452 Rosedale Way The Villages, FL 32162
Vice President - John W. Kingsley 1452 Rosedale Way The Villages, FL 32162
Secretary - Peggy Lynn Bowers 1545 Hollyberry Place The Villages, FL 32162

Prepared by:
Rachlin, Saunders & Associates
11120 N. Kendall Drive Suite 201
(305) 270-2043

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Article VI

The corporation shall have perpetual existence and may engage in any and all business permitted under the laws of the State of Florida and the United States.

Article VII. Incorporator

The name and address of the incorporator is:

DENISE KINGSLEY
1452 ROSEDALE WAY
THE VILLAGES, FL 32162

Article VIII. Corporate Existence

The corporate existence of the Corporation shall be effective upon filing.

The authorized representative of the incorporator executed the Articles of Incorporation on February 29, 2008

By: Denise Kingsley
DENISE KINGSLEY
President

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CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

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TALLAHASSEE, FLORIDA

CORPORATION:
VILLAGE FAMILY VIDEO, INC.

REGISTERED AGENT:
DENISE KINGSLEY
1452 ROSEDALE WAY
THE VILLAGES, FL 32162

I agree to act as registered agent to accept service of process for the corporation named above at the place designated in this Certificate. I agree to comply with the provisions of all statutes relating to the proper and complete performance of the registered agent duties. I am familiar with and accept the obligations of the registered agent position.

By: *Denise Kingsley*
DENISE KINGSLEY
Registered Agent

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