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TALLAHASSEE FLORIDA

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**OLSEN LAW GROUP**  
ATTORNEYS AND COUNSELORS AT LAW  
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Orlando, Florida 32804-4406  
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Thomas R. Olsen, P.A.  
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Please Reply To:  
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Fax  
407-423-5563

April 18, 2011

Florida Department of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

Re: Professional Media Ideas, Inc.  
Ref. Number: W11000017387

Gentlemen:

Enclosed please find the following:

1. Amended and Restated Articles of Incorporation
2. Certificate for Amended and Restated Articles
3. Return envelope

Please file the Amended and Restated Articles and return the enclosed photocopy with the date of filing stamped thereon.

Very truly yours,



Thomas R. Olsen

TRO/ms  
Enclosures: As stated

RECEIVED  
11 APR 22 AM 9:13  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

April 26, 2011

THOMAS R. OLSEN  
OLSEN LAW GROUP ATTORNEYS  
2518 EDGEWATER DR.  
ORLANDO 0, FL 32804-4406

SUBJECT: PROFESSIONAL MEDIA IDEAS, INC.  
Ref. Number: W11000017387

We have received your document for PROFESSIONAL MEDIA IDEAS, INC., however, upon receipt of your document no check was enclosed. Please return your **document** along with a **check** or **money order** made payable to the Department of State for \$35.00.

AMENDED AND RESTATED ARTICLES CAN ONLY BE FILED FOR AN EXISTING CORPORATION. THE ARTICLES OF INCORPORATION SHOULD BE FILED FIRST AND CONTAIN ANY AND ALL INFORMATION DESIRED INITIALLY. THEREFORE AMENDED AND RESTATED ARTICLES WILL NOT BE NECESSARY.

If you have any questions concerning the filing of your document, please call (850) 245-6880.

Karen Gibson  
Document Specialist Supervisor

Letter Number: 111A00009949

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

AMENDED AND RESTATED  
ARTICLES OF INCORPORATION OF  
PROFESSIONAL MEDIA IDEAS, INC.

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11 MAY -5 PM 1:41  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

**ARTICLE 1  
NAME**

The name of this corporation is **PROFESSIONAL MEDIA IDEAS, INC.**

**ARTICLE 2  
EFFECTIVE DATE**

The date of the commencement of the corporate existence shall be the date of the filing of these Articles with the Secretary of State.

**ARTICLE 3  
ADDRESS**

The address for the principal office of the corporation is 2518 Edgewater Drive in Orlando, FL 32804.

**ARTICLE 4  
PURPOSE**

This corporation may engage in or transact any and all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, county, territory or nation.

**ARTICLE 5  
CAPITAL STOCK**

This corporation is authorized to issue 100 shares at no par value.

**ARTICLE 6  
PRE-EMPTIVE RIGHTS**

Each shareholder of this corporation shall have the first right to purchase shares (and securities convertible into shares) of any class, kind or series of stock in this corporation that may from time to time be issued (whether or not presently authorized), including shares from the treasury of this corporation, in the ratio that the number of shares he holds at the time of issue bears to the total number of shares outstanding, exclusive of treasury shares. This right shall be deemed waived by any shareholder who does not

exercise it and pay for the shares pre-empted within thirty (30) days of receipt of a notice in writing from the corporation, stating the prices, terms and conditions of the issue of shares, and inviting him to exercise his pre-emptive rights. This right may also be waived by affirmative written waiver submitted by the shareholder to the corporation within thirty (30) days of receipt of notice from the corporation.

## **ARTICLE 7 TRANSFER RESTRICTION**

The Stockholders shall not sell, assign, pledge or otherwise transfer or encumber in any manner or by any means whatever, any interest in all or any part of the capital stock of the Corporation now owned or hereafter acquired by them without having first obtained the consent of or offered it to the Corporation.

## **ARTICLE 8 INITIAL REGISTERED OFFICE AND AGENT**

The name of the initial registered agent of this corporation is Thomas R. Olsen, whose address is 2518 Edgewater Drive in Orlando, FL 32804.

## **ARTICLE 9 INCORPORATORS**

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

NAME:	ADDRESS:
Thomas R. Olsen	2518 Edgewater Drive in Orlando, FL 32804

## **ARTICLE 10 LIMITATION OF LIABILITY**

Each director, stockholder and officer, in consideration for his services, shall, in the absence of fraud, be indemnified, whether then in office or not, for the reasonable cost and expenses incurred by him in connection with the defense of, or for advice concerning any claim asserted or proceeding brought against him by reason of his being or having been a director, stockholder or officer of the corporation or of any subsidiary of the corporation, whether or not wholly owned, to the maximum extent permitted by law. The foregoing right of indemnification shall be inclusive of any other rights to which any director, stockholder or officer may be entitled as a matter of law.

**ARTICLE 11**  
**SPECIAL PROVISIONS**

The stock of this corporation is intended to qualify under the requirements of Section 1244 of the Internal Revenue Code and the regulations issued thereunder. Such actions as may be necessary shall be deemed to have been taken by the appropriate officers to accomplish this compliance.

**ARTICLE 12**  
**AMENDMENT**

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

DATED this 18 day of April, 2011.

  
\_\_\_\_\_  
Thomas R. Olsen

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

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

That **PROFESSIONAL MEDIA IDEAS, INC.**, desiring to incorporate under the laws of the State of Florida, with its principal office located at 2518 Edgewater Drive in Orlando, FL 32804, County of Orange, State of Florida, has named Thomas R. Olsen, whose address is 2518 Edgewater Drive in Orlando, FL 32804, as its agent to accept service of process within this State.

**ACKNOWLEDGEMENT:**

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 provision of said Act relative to keeping said office open.

  
\_\_\_\_\_  
Thomas R. Olsen

**CERTIFICATE FOR  
AMENDED AND RESTATED  
ARTICLES OF INCORPORATION OF  
PROFESSIONAL MEDIA IDEAS, INC.**

Pursuant to the provisions of Section 607.1006 of the Florida General Corporation Act, the undersigned corporation adopts the Amended and Restated Articles of Incorporation dated March 28, 2011:

The number of shares of the corporation outstanding at the time of adoption was 100, and the number of shares entitled to vote thereon was 100.

The number of shares voted in favor of such amendment was 100, and the number of shares voted against such amendment was none.

DATED this 18 day of April, 2011.

PROFESSIONAL MEDIA IDEAS, INC.

BY: [Signature]  
Thomas R. Olsen  
President/Secretary

STATE OF FLORIDA,  
COUNTY OF ORANGE,

Before me, the undersigned authority, personally appeared Thomas R. Olsen, who is personally known to me or who has presented driver's licenses as identification, who is to me well known to be the person described in and who subscribed the above articles of amendment to the articles of incorporation, and he did freely and voluntarily acknowledge before me according to law that he made and subscribed the same for the use and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and my official seal, at Orlando, in said County and State this 18 day of April, 2011.

Mary A. Snorgrass  
NOTARY PUBLIC  
MY COMMISSION EXPIRES:

