

P95000007143

BRIAN R. LOE  
Attorney at Law  
3070 West Lake Mary Boulevard  
Lake Mary, Florida 32746  
(407) 323-6128

January 17, 1995

Florida Department of State  
Division of Corporations  
409 East Gaines Street  
Tallahassee, Florida 32301

RECEIVED  
-01/25/95--01008--003  
\*\*\*\*\*78.50 \*\*\*\*\*78.50

TO WHOM IT MAY CONCERN;

Enclosed are the Articles of Incorporation for **gray land production studios, inc.**, and the Certificate of Registered Agent. I will need a certificate of status for this corporation. I have enclosed a check for Seventy Eight Dollars and Fifty Cents (\$78.50) drawn upon my trust account payable to the Secretary of State in payment of your fee for filing the articles, filing the designation and, a certificate of status.

Do not hesitate to make a collect phone call to me if everything is not in order.

Thank you for your attention to this matter.

Very truly yours,

Brian R. Loe

BRL:jg

Enclosures: Check, Art. of Inc. &  
Cert. of Registered Agent

FILED  
1995 JAN 24 PM 9:01  
TALLAHASSEE  
FLORIDA

3012/27/95  
P95-7143

**- ARTICLES OF INCORPORATION -**  
**for**  
**- gray land production studios, inc.-**

In compliance with the requirements of F.S. Chapter 607, the undersigned, DAVID NORMAN, 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 is **gray land production studios, inc.**

**ARTICLE II**

The existence of the Corporation shall begin upon the filing and acceptance of these articles by the Secretary of State of the sovereign State of Florida.

**ARTICLE III**

The mailing address of the Corporation is 1736 North County Road 427, Longwood FL 32750. The principal office of the corporation is 1736 North County Road 427, Longwood FL 32750.

**ARTICLE IV**

The maximum number of shares of stock that this company is authorized to issue and have outstanding at any one time is One Million (1,000,000) shares of voting common stock having no par value. Transfer of any share of this class of stock is subject to a right of first refusal of the Corporation and the other shareholders of said class of stock. All common shares shall be identical with each other in every respect and the holders thereof shall be entitled to one (1) vote for each share upon all matters on which shareholders have the right to vote.

**ARTICLE V**

The initial street address of the Corporation's registered office is 3070 West Lake Mary Blvd., Lake Mary, Florida 32746. The initial registered agent for the Corporation at that address is BRIAN R. LOE. The board of directors may move the registered office and change the registered agent from time to time as it deems appropriate.

**ARTICLE VI**

The Corporation shall have five (5) directors initially. The number of directors may be increased or diminished from time to time by the by-laws adopted by the shareholders but shall never be less than one.

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TALLAHASSEE FLORIDA

**ARTICLE VII**

The name and address of the person signing these articles as Incorporator is DAVID NORMAN, 1736 North County Road 427, Longwood FL 32750.

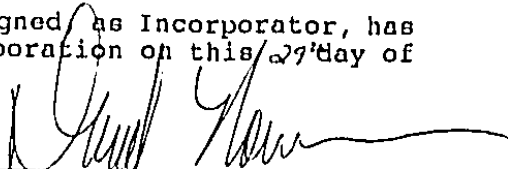
**ARTICLE VIII**

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

**ARTICLE IX**


These articles may be amended as provided by Florida Law. Additionally, these articles may be amended by a written statement signed by all of the directors and all of the shareholders manifesting their intent that a certain amendment of these articles be made.

IN WITNESS WHEREOF, the undersigned as Incorporator, has executed the foregoing Articles of Incorporation on this 27<sup>th</sup> day of December, 1994.

  
\_\_\_\_\_  
DAVID NORMAN  
Incorporator

STATE OF FLORIDA  
COUNTY OF SEMINOLE

BEFORE ME, a Notary Public, personally appeared DAVID NORMAN, who is personally known to me signed the foregoing Articles of Incorporation, and acknowledged before me that he subscribed to these Articles of Incorporation on the 27 day of December, 1994.

  
\_\_\_\_\_  
BRIAN R. LOE  
NOTARY PUBLIC  
State of Florida at Large  
My Commission Expires:



OFFICIAL SEAL  
BRIAN R. LOE  
My Commission Expires  
Feb. 11, 1997  
Comm. No. TC 259220

CERTIFICATE DESIGNATING REGISTERED OFFICE  
AND  
REGISTERED AGENT WITHIN THIS STATE

The entity known as gray land production studios, inc., desiring to organize under the laws of the State of Florida with its principal place of business in Seminole County, Florida has named BRIAN R. LOE as its agent to accept service of process within this state at a registered office address of 3070 West Lake Mary Blvd. Lake Mary, Florida 32746.

By: \_\_\_\_\_

12-29-94

DATED

ACKNOWLEDGMENT

Having been named to accept service of process for gray land production studios, 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).

By: \_\_\_\_\_

12-29-94

DATED

FILED  
1995 JAN 24 AM 9:02  
STATE  
TALLAHASSEE, FLORIDA