

# CAPITAL CONNECTION, INC.

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904)224 8870

Mailing Address: Post Office Box 10349, Tallahassee, FL 32302

TOLL FREE No. 1-800-342-8062

FAX (904) 222-1222

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ADD

PHONE ( )

Service: Top Priority Regular  
One Day Service Two Day Service

To us via Return via

Matter No.: Express Mail No.

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CORPORATION

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Dissolution/Withdrawal

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Fictitious Name File

Name Reservation

Annual Report/Reinstatement

Reg. Agent Service

Document Filing

Corporate Kit

Vehicle Search

Driving Record

Document Retrieval

UCC 1 or 3 File

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UCC 11 Retrieval

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FAX ( ) pgs.

SUBTOTALS

FEE.....

DISBURSED.....

SURCHARGE.....

TAX on corporate supplies.....

SUBTOTAL.....

PREPAID.....

BALANCE DUE.....

Please remit invoice number with payment  
TERMS: NET 10 DAYS FROM INVOICE DATE  
1 1/2% per month on Past Due Amounts  
Past 30 Days, 18% per Annum.

THANK YOU  
from  
Your Capital Connection

JAN 31 1995 BSB

REQUEST TAKEN CONFIRMED APPROVED

DATE

TIME

BY AAK CK No.

WALK-IN  
Will Pick Up 1300 1200

ARTICLES OF INCORPORATION  
OF  
ONOMA ENTERTAINMENT, INC.

FILED  
95 JAN 31 AM 10:51  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned incorporator hereby executes these Articles of Incorporation for the purpose of forming a corporation for profit in accordance with the laws of the State of Florida.

ARTICLE 1

Name

The name of this corporation shall be:

Onoma Entertainment, Inc.

ARTICLE 2

Principal Office and Mailing Address

The address of the principal office and the mailing address of this corporation shall be:

7504 Blossom  
Tampa, Florida 33614

ARTICLE 3

Capital Stock

The aggregate number of shares of capital stock authorized to be issued by this corporation shall be 1,000,000 shares of common stock with a par value of \$.01 per share.

Each share of said stock shall entitle the holder thereof to one vote at every annual or special meeting of the stockholders of this corporation. The consideration for the issuance of said shares of capital stock may be paid, in whole or in part, in cash, in promissory notes, in other property (tangible or intangible), in labor or services actually performed for this corporation, in promises to perform services in the future evidenced by a written contract, or in other benefits to this corporation at a fair valuation to be fixed by the Board of Directors. When issued, all shares of stock shall be fully paid and nonassessable.

#### ARTICLE 4

##### Registered Office and Registered Agent

The initial registered office of this corporation shall be located at 101 East Kennedy Boulevard, Suite 2900, Tampa, Florida, 33602, and the initial registered agent of this corporation at such office shall be Timothy A. Andreu. This corporation shall have the right to change such registered agent and such registered office from time to time, as provided by law.

#### ARTICLE 5

##### Board of Directors

The Board of Directors of this corporation shall consist of a number of directors to be fixed from time to time by the stockholders or the by-laws. The business and affairs of this corporation shall be managed by the Board of Directors, which may exercise all such powers of this corporation and do all such lawful acts and things as are not by law directed or required to be exercised or done only by the stockholders.

#### ARTICLE 6

##### Initial Board of Directors

The initial Board of Directors of this corporation shall consist of four members, such members to hold office until their successors have been duly elected and qualify. The names and street addresses of the initial directors are:

<u>Name</u>	<u>Address</u>
Edward Damien Ward (Chairman)	7504 Blossom Tampa, Florida 33614
Perry W. Limes (Vice Chairman)	816 Sandringham Lane Lutz, Florida 33549
Eino Mayberry	One Buc Place Tampa, Florida 33602
Ian Beckles	One Buc Place Tampa, Florida 33602

## ARTICLE 7

### Incorporator

The name and street address of the incorporator making these Articles of Incorporation are:

<u>Name</u>	<u>Address</u>
Timothy A. Andreu	2900 Barnett Plaza 101 E. Kennedy Boulevard Tampa, Florida 33602

## ARTICLE 8

### Purposes and Duration

The general purpose for which this corporation is organized is the transaction of any and all lawful business for which corporations may be incorporated under the Business Corporation Act of the State of Florida, and any amendments thereto, and in connection therewith, this corporation shall have and may exercise any and all powers conferred from time to time by law upon corporations formed under such Act. This corporation shall have perpetual existence.

## ARTICLE 9

### By-Laws

The power to adopt the by-laws of this corporation, to alter, amend or repeal the by-laws, or to adopt new by-laws, shall be vested in the Board of Directors of this corporation.

## ARTICLE 10

### Amendment of Articles of Incorporation

This corporation reserves the right to amend, alter, change or repeal any provisions contained in these Articles of Incorporation in the manner now or hereafter prescribed by statute, and all rights conferred upon the stockholders herein are subject to this reservation.

## ARTICLE 11

### Affiliated Transactions

The provisions of Section 607.0901, Florida Statutes, relating to affiliated transactions, shall be inapplicable to this corporation.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation for the uses and purposes therein stated.

Timothy A. Andrew

ONOMA ENTERTAINMENT, INC.

FILED

95 JAN 31 AM 10: 51

ACCEPTANCE OF SERVICE AS REGISTERED AGENT

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, Timothy A. Andreu, having been named as registered agent to accept service of process for the above-named corporation at the registered office designated in the Articles of Incorporation, hereby agrees and consents to act in that capacity. The undersigned is familiar with and accepts the duties and obligations of Section 607.0505, Florida Statutes.

DATED this 27<sup>th</sup> day of January, 1995.

Timothy A. Andreu  
Timothy A. Andreu

999001/7583

LAW OFFICES

**Hoyt, Colgan & Andreu, P.A.**

2000 BARNETT PLAZA  
101 EAST KENNEDY BOULEVARD  
TAMPA, FLORIDA 33602

TELEPHONE (813) 229-6688  
FACSIMILE (813) 229-3331  
POST OFFICE BOX 739  
TAMPA, FLORIDA 33601-0739

P950000007917

June 26, 1995

Florida Department of State  
Division of Corporations  
The Capitol  
Tallahassee, Florida 32339

Re: Resignation of Registered Agent for Onoma Entertainment, Inc.

To Whom It May Concern:

Enclosed for filing is a Resignation of Registered Agent form, along with our firm's check in the amount of \$87.50.

Thank you for your immediate attention to this matter.

Sincerely,

HOYT, COLGAN & ANDREU, P.A.

*Nancy K. Watson*  
Nancy K. Watson, Secretary for  
Timothy A. Andreu

/nkW  
Enclosures

FILED  
95 JUN 30 PM 1:05  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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6-30-95  
P95000007917

FLORIDA DEPARTMENT OF STATE, SANDRA B. MORTHAM, SECRETARY OF STATE

## RESIGNATION OF REGISTERED AGENT

Pursuant to the provisions of sections 607.0502(2), 617.0502(2), 607.1509, or 617.1509,

Florida Statutes, the undersigned, Timothy A. Andreu  
(Name of registered agent)

hereby resigns as Registered Agent for Onoma Entertainment, Inc.  
(Name of corporation)

A copy of this resignation was mailed to the above listed corporation at its last known address.  
The agency is terminated and the office discontinued on the 31st day after the date on which  
this statement is filed.

Timothy A. Andreu  
(Signature of resigning agent)

Timothy A. Andreu

If signing on behalf of an entity:

\_\_\_\_\_  
(Typed or Printed Name)

\_\_\_\_\_  
(Capacity)

FILED  
95 JUN 30 PM 1:05  
SECRETARY  
TALLAHASSEE, FLORIDA

**Fee for filing this document:**

\$87.50 - Active corporation

\$35.00 - Administratively dissolved corporation

DIVISION OF CORPORATIONS - P. O. BOX 6327 - TALLAHASSEE, FL 32314





FLORIDA DEPARTMENT OF STATE

Sandra B. Mustain  
Secretary of State

P95000007917

August 15, 1995

ONOMA ENTERTAINMENT, INC.  
7504 BLOSSOM  
TAMPA, FL 33614

SUBJECT: ONOMA ENTERTAINMENT, INC.  
Ref. Number: P950000079

Our records indicate the registered agent for the above named corporation resigned on June 30, 1995 and that the corporation currently does not have a registered agent designated.

Chapter 607, Florida Statutes, requires this office to give 60 days notice of our intent to dissolve a corporation for failure to appoint and maintain a registered agent.

This letter is our notice of intent to dissolve the above named corporation 60 days from the date of this letter if a registered agent is not properly designated.

Enclosed is registered agent designation application for you to complete and return with a filing fee of \$35.

If you should need any further information, please contact our office at (904)-487-6050.

Carol Mustain  
Corporate Specialist



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

October 20, 1995

ONOMA ENTERTAINMENT, INC.  
7504 BLOSSOM  
TAMPA, FL 33614

SUBJECT: ONOMA ENTERTAINMENT, INC.

Document #: P95000007917

Due to your failure to respond to our letter advising you of your corporation not maintaining a registered agent and giving you 60 days notice of our intent to dissolve the above corporation, this corporation is now administratively dissolved.

A Certificate of Dissolution is enclosed.

If you have any questions concerning this matter, please call (904) 487-6916.

Carol Mustain  
Corporate Specialist  
Amendment Section  
Division of Corporations

Letter Number: 195A00047436

# State of Florida



Department of State

## CERTIFICATE OF ADMINISTRATIVE DISSOLUTION

The provisions of section 607.1421 or 617.1421, Florida Statutes, which requires 60 days notice of a proposed dissolution, have been met for ONOMA ENTERTAINMENT, INC., a corporation organized under the laws of the State of Florida. This corporation is hereby administratively dissolved as of October 20, 1995 for failure to designate and maintain a registered agent, as required by law.

The document number of this corporation is P95000007917.

Given under my hand and the  
Great Seal of the State of Florida,  
at Tallahassee, the Capitol, this the  
Twentieth day of October, 1995



CR2EO22 (2-95)

*Sandra B. Northam*

Sandra B. Northam  
Secretary of State