

# 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

**P950000013366**

NAME  
 FIRM  
 ADDRESS

PHONE ( )

Service: Top Priority Regular  
 One Day Service Two Day Service

To us via Return via

Matter No. Express Mail No.

State Fee \$ Our \$

*Will wait*

REQUEST TAKEN CONFIRMED APPROVED

DATE

TIME CK No.

BY *SW*

WALK-IN Will Pick Up *216 will wait*

of  
 RE: *World Entertainment Services, Inc.*

C.C. FEE. DISBURSED

Cap. Record Search  
 Art. of Amend. File  
 Corp. Record Search  
 Ltd. Partnership File  
 Foreign Corp. File  
☒ ( ) Cert. Copy(s)

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**02/16/95--01101--003**  
**\*\*\*131.25 \*\*\*131.25**

Art. of Amend. File  
 Dissolution/Withdrawal  
☒ C U S.  
 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  
 UCC 11 Search  
 UCC 11 Retrieval  
 File No.'s, Copies  
 Courier Service  
 Shipping/Handling  
 Phone ( )  
 Top Priority  
 Express Mail Prep.  
 FAX ( ) pgs.

**FILED**  
**95 FEB 16 PM 2:14**  
**SECRETARY OF STATE**  
**TALLAHASSEE, FLORIDA**

## 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

FILED

95 FEB 16 PM 2:14

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION  
OF

WORLD ENTERTAINMENT SERVICES, INC.

The undersigned incorporator, being competent to contract, subscribe to these Articles of Incorporation to form a corporation for profit under the laws of the State of Florida.

ARTICLE I - Name

The name of this corporation shall be:

WORLD ENTERTAINMENT SERVICES, INC.

ARTICLE II - Business and Activities

This corporation may, and is authorized to, engage in any activity or business permitted under the laws of the United States and of the State of Florida.

ARTICLE III - Capital Stock

The authorized capital stock of this corporation and the maximum number of shares of stock that this corporation is authorized to issue and have outstanding at any one time is 7,500 shares of common stock having a par value of \$1.00 per share.

ARTICLE IV - Term of Existence

The effective date upon which this corporation shall come into existence shall be the date these Articles are subscribed, and it shall exist perpetually thereafter unless dissolved according to law.

ARTICLE V - Initial Registered Office and Agent

The street address of the initial registered office, of this corporation is:

233 South Semoran Blvd.  
Orlando, FL 32807

and the name of the initial registered agent of this corporation at that address is:

Keith A. Graham.

The principal office and mailing address of this corporation is:

233 S. Somoran Blvd.  
Orlando, FL 32807.

#### ARTICLE VI - Directors

A. The initial number of directors of this corporation shall be two (2).

B. The number of directors may be either increased or diminished from time to time by the board of directors or the shareholders in accordance with the bylaws of this corporation.

C. Directors, as such, shall receive such compensation for their services, if any, as may be set by the board of directors at any annual or special meeting thereof. The board of directors may authorize and require the payment of reasonable expenses incurred by directors in attending meetings of the board of directors.

D. Nothing in this Article shall be construed to preclude the directors from serving the corporation in any other capacity and receiving compensation therefor.

E. The names and street addresses of the initial members of the board of directors, each to hold office until the first annual meeting of the shareholders of this corporation or until their successors are elected or appointed and have qualified, are:

<u>Name</u>	<u>Street Address</u>
Terrence Dorner	330 W. Canton Ave. Winter Park, FL 32790
Terry Snow	330 W. Canton Ave. Winter Park, FL 32790

F. Any director may be removed from office by the holders of a majority of the stock entitled to vote thereon at any annual or special meeting of the shareholders of this

corporation, for any cause deemed sufficient by such shareholders.

G. In case one or more vacancies shall occur in the board of directors by reason of death, resignation or otherwise, the vacancies shall be filled by the shareholders of this corporation at their next annual meeting or at a special meeting called for the purpose of filling such vacancies; provided, however, any vacancy may be filled by the remaining directors until the shareholders have acted to fill the vacancy.

#### ARTICLE VII - Incorporator

The name and street address of the incorporator signing these Articles is:

<u>Name</u>	<u>Address</u>
Keith A. Graham	233 S. Semoran Blvd. Orlando, FL 32807

#### ARTICLE VIII - Lost or Destroyed Certificates

Stock certificates to replace lost or destroyed certificates shall be issued on such basis and according to such procedures as are from time to time provided for in the bylaws of this corporation.

#### ARTICLE IX - Amendment to Articles

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the board of directors, proposed by them to the shareholders, and approved at a shareholders' meeting by the holders of a majority of the stock issued and entitled to be voted, unless all the directors and all the shareholders sign a written statement manifesting their intention that a certain amendment to these Articles of Incorporation be made.

#### ARTICLE X - By-Laws

The power to adopt, alter, amend or repeal bylaws of this corporation shall be vested in the shareholders or the board of directors of this corporation; provided, however, that any bylaws adopted by the directors which are inconsistent with

any bylaws adopted by the shareholders shall be void, and the directors may not alter, amend or repeal any bylaws adopted by the shareholders.

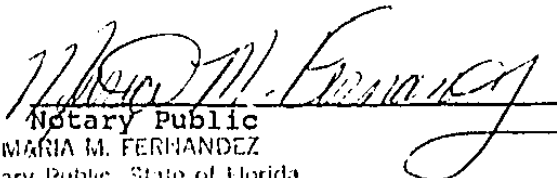
IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 16th day of February, 1995.

  
Keith A. Graham

STATE OF FLORIDA

COUNTY OF ORANGE

The foregoing instrument was acknowledged before me this 16th day of February, 1995, by Keith A. Graham who is personally known to me and who did not take an oath.

  
Notary Public  
MARIA M. FERNANDEZ

My Commission Expires:

Notary Public, State of Florida  
My Comm. expires April 22, 1995  
Comm. No. CC101741

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

The undersigned hereby accepts the appointment to serve as the initial registered agent of WORLD ENTERTAINMENT SERVICES, INC.

  
Keith A. Graham