

250 BAY STREET
TALLAHASSEE, FL 32301
(904) 222-0001
(904) 222-0011 FAX

Room 142-B086



P950000 23178

ACCOUNT NO. : 072100000000

REFERENCE : *Patricia Pyszto*

AUTHORIZATION :

CREDIT LIMIT : \$ 98,750

ORDER DATE : March 21, 1995

ORDER TIME : 1:32 PM

ORDER NO. : 500716

CUSTOMER NO: 00000A

CUSTOMER: Alan B. Schneider, Esq.
BEDDOW KORN & KAH, P.A.

P. O. Box 9010

Tallahassee, FL 32308

1100011473001

PERKINS FILING

NAME: BRIGHT SIDE PRODUCTIONS, INC.

XX ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY

XX PLAIN STAMPED COPY

XX CERTIFICATE OF LIMITED PARTNERSHIP

CONTACT FILING UNIT (904) 222-0001

EXAMINER'S INITIALS

FILED
55 MAR 21 PM 12:13
TALLAHASSEE, FLORIDA

Dmc 3/22/95

ARTICLES OF INCORPORATION
OF

BRIGHT SIDE PRODUCTIONS, INC.

FILED
95 MAR 21 PM 4:19
CLERK OF DISTRICT COURT
TALLAHASSEE, FLORIDA

The undersigned incorporator heroby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

BRIGHT SIDE PRODUCTIONS, INC.

The address of the principal office of this corporation shall be 10350 West Bay Harbor Drive, Apartment 7R, Bay Harbor, Florida 33154, and the mailing address of the corporation shall be Post Office Box 8020, Hallandale, Florida 33008.

ARTICLE II. NATURE OF BUSINESS

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

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one

time is 7,500 shares of common stock having \$1.00 par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 20803 Biscayne Boulevard, Suite 200, Aventura, Florida 33180, and the name of the initial registered agent of the corporation at that address is Richard C. Wolfe.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have two Directors, initially. The names and addresses of the initial members of the Board of Directors are:

Anna Alba Dir.	10350 West Bay Harbor Drive Apartment 7R Bay Harbor, Florida 33154
David Martin Dir.	Same

ARTICLE VII. OFFICERS

The names and addresses of the initial officers of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

Anna Alba Pres./Sec.	10350 West Bay Harbor Drive Apartment 7R Bay Harbor, Florida 33154
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David Martin V. Pres./Treas.	Same
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ARTICLE VIII. INCORPORATOR

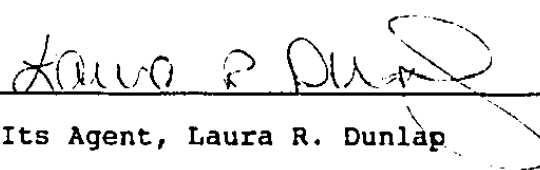
The name and street address of the incorporator to these Articles of Incorporation:

Corporation Information Services, Inc.
1201 Hays Street
Tallahassee, Florida 32301

IN WITNESS WHEREOF, the undersigned agent of Corporation Information Services, Inc., has hereunto set their hand and seal of Corporation Information Services, Inc., on March 21, 1995.

CORPORATION INFORMATION SERVICES, INC.

By: _____


Its Agent, Laura R. Dunlap

FILED
MAR 21 1973
TALLAHASSEE, FLORIDA

ACCEPTANCE OF REGISTERED AGENT
DESIGNATED IN THE ARTICLES OF INCORPORATION

RICHARD C. WOLFE, an individual residing in this state having a business office identical with the registered office of the corporation named below, and having been designated as the Registered Agent in the above and foregoing Articles of Incorporation of:

BRIGHT SIDE PRODUCTIONS, INC.

is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

By: 

Richard C. Wolfe, Esquire