

P9500023909
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Attorneys at Law

508 North Grandview Ave. - Suite B
Daytona Beach, FL 32118

Fabian Bagdes
Mary-Ellen Bagdes

FILED
MAR 23 1995
904/258-7171
or 258-7441

March 31, 1995

SECRETARY OF STATE
Division of Corporations
P. O. Box 6327
Tallahassee, Florida 32314

200001438122
-03/23/95--01070--005
****122.50 ****122.50

RE: D.G.P. PRODUCTIONS, INC.

Dear Sir:

Please file the enclosed Articles of Incorporation and Acceptance of Registered Agent, and return certified copies of each. A check for \$122.50 is enclosed to cover the necessary fees.

Thank you for your consideration in this matter.

Sincerely,

FB

Fabian Bagdes

enclosures

D. BROWN MAR 24 1995

ARTICLES OF INCORPORATION
OF
D.G.P. PRODUCTIONS, INC.

FILED
95 MAR 23 PM 12:44
SEC. OF STATE
TALLAHASSEE, FLORIDA

The undersigned for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopts the following Articles of Incorporation:

ARTICLE ONE
NAME

The name of the corporation is D.G.P. PRODUCTIONS, INC.

ARTICLE TWO
DURATION

The term of existence of the corporation is perpetual.

ARTICLE THREE
PURPOSE

The purpose for which the corporation is organized is to manufacture and distribute video tapes for profit.

The corporation may transact any and all lawful business for which corporations may be incorporated under the Florida General Corporation Act.

ARTICLE FOUR
CAPITAL STOCK

The aggregate number of shares which the corporation has authority to issue is one thousand (1,000), all of which shall be common shares with no par value.

ARTICLE FIVE
PREEMPTIVE RIGHTS GRANTED

Each shareholder of any class of stock of this corporation shall be entitled to full preemptive rights to purchase any unissued stock or treasury shares of the corporation and any securities of the corporation convertible into or carrying the right to subscribe to or acquire shares of any such unissued stock or treasury shares.

ARTICLE SIX
PRINCIPAL OFFICE

The street address of the principal office of the corporation is: 930 Valencia Road, South Daytona, Florida 32119. This is also the mailing address of the corporation.

ARTICLE SEVEN
REGISTERED OFFICE

The street address of the registered office of the corporation is 930 Valencia Road, South Daytona, Florida 32119, and the name of the initial registered agent at such address is Dean Papadeas.

ARTICLE EIGHT
DIRECTORS

The board of directors shall consist of the following members:

Dean Papadeas	930 Valencia Road South Daytona, FL 32119
Michael Papadeas	930 Valencia Road South Daytona, FL 32119
Cynthia Papadeas	930 Valencia Road South Daytona, FL 32119

ARTICLE NINE
INCORPORATORS

The names and address of the sole incorporator are: Dean Papadeas, 930 Valencia Road, South Daytona, Florida 32119

ARTICLE TEN
OFFICERS

The officers of the corporation shall be:

Dean Papadeas President	930 Valencia Road South Daytona, FL 32119
Michael Papadeas Vice President	930 Valencia Road South Daytona, FL 32119
Cynthia Papadeas Secretary/Treasurer	930 Valencia Road South Daytona, FL 32119

ARTICLE ELEVEN
COMMENCEMENT OF EXISTENCE

The corporation shall be deemed to commence its existence immediately.

ARTICLE TWELVE
RIGHT TO AMEND ITS ARTICLES OF INCORPORATION

The board of directors reserves the right to amend these Articles of Incorporation from time to time and in any respect as may be desired.

IN WITNESS WHEREOF, I have signed my name this 21st day of March, 1995.

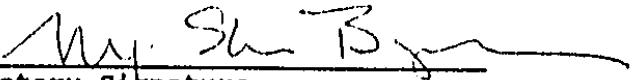


Dean Papadeas

STATE OF FLORIDA
COUNTY OF VOLUSIA

On this 21st day of March, 1995, before me, the undersigned authority, appeared DEAN PAPADEAS, who is personally known to me or who has produced FL driver's license as identification, and whose name is subscribed to the within instrument and having been duly sworn he acknowledged that he executed the same for the purposes contained.

IN WITNESS WHEREOF, I hereunto set my hand and seal.



Notary Signature

Mary-ellen Bagdes

Printed Signature

My Commission expires: 11-29-98



MARY ELLEN BAGDES
MY COMMISSION # 00123502 EXPIRES
11-29-1998
PENDING TRIPLE HAWK INSURANCE, INC.

NOTICE OF REGISTERED AGENT

TO: STATE OF FLORIDA
DEPARTMENT OF STATE

FILED
SS MAR 23 PM 12:44
TALLAHASSEE, FLORIDA

The following is submitted in compliance with Chapter
48.091, Florida Statutes.

D.G.P PRODUCTIONS, INC., a corporation organizing under the
laws of the State of Florida, with its principal office at 930
Valencia Road, in the City of South Daytona, County of Volusia,
in the State of Florida, has named Dean Papadeas, who is located
at 930 Valencia Road, South Daytona, Florida, as its registered
agent to accept service of process within the State.

DIRECTOR:

Dean Papadeas

Michael Papadeas

Cynthia Papadeas

ADDRESS:

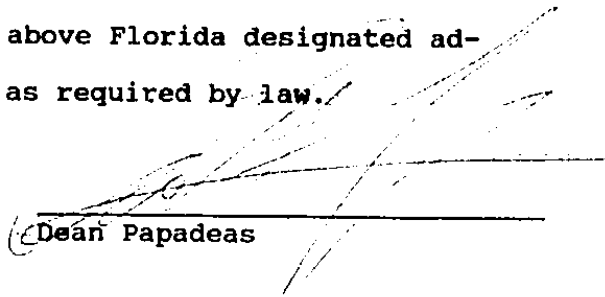
930 Valencia Road
South Daytona, FL 32119

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South Daytona, FL 32119

930 Valencia Road
South Daytona, FL 32119

ACCEPTANCE:

I agree as resident agent to accept service of process; to
keep office open during prescribed hours; to post my name (and
the names of any other officers of said corporation authorized to
accept service of process at the above Florida designated ad-
dress) in some conspicuous place as required by law.


Dean Papadeas