

P95 000025967

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March 27, 1995

State of Florida
Secretary of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

8000001443519
03/30/95 10:15-003
***122.50 ***122.50

Re: Paradise Point Productions, Inc.

Dear Sir or Madam:

Enclosed please find the original and one copy of the Articles of Incorporation to be filed in regard to the above-referenced corporation along with a check in the amount of \$122.50 representing the filing fee. Please return a certified copy of the Articles to me at the above listed address.

Thank you for your attention in this matter.

Very truly yours,

RICHARD E. JESMONTH

REJ: cab

Enclosures

FILED
95 MAR 29 AM 7:58
TALLAHASSEE, FLORIDA

BE # 3

ARTICLES OF INCORPORATION
OF
PARADISE POINT PRODUCTIONS, INC.

FILED
MAR 29 AM 7:59
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

The undersigned Incorporator files these Articles of Incorporation in order to form a corporation under the Florida General Corporation Act.

ARTICLE I
CORPORATE NAME

The name of this corporation shall be Paradise Point Productions, Inc.

ARTICLE II
NATURE OF BUSINESS AND POWERS

The general nature of the business to be transacted by this corporation is to engage in any and all business permitted under the laws of the State of Florida.

ARTICLE III
TERM OF EXISTENCE

This corporation shall exist perpetually unless dissolved according to law.

ARTICLE IV
CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to issue and have outstanding at any one time is 1,000 shares of common stock having a par value of \$1.00 per share.

ARTICLE V
PREEMPTIVE RIGHTS

Every shareholder, upon the sale of any shares or securities of the corporation convertible into or carrying a right to subscribe to shares of this corporation of the same kind, class, or series as that which he holds, shall have the right to purchase his pro rata share at the price at which it is offered to others.

ARTICLE VI
REGISTERED OFFICE AND INITIAL
REGISTERED AGENT

The Registered Agent and the street address of the initial Registered Office of this corporation in the State of Florida shall be: Bobby Hugh Hamilton, Jr., 1854 Sparrow Lane, Navarre, Florida 32566. The principal address and the Registered Office address of this corporation in the State of Florida shall be the same.

The Board of Directors from time to time may move the Registered Office to any other address in the State of Florida. The mailing address shall be the same as the Registered Office.

ARTICLE VII
BOARD OF DIRECTORS

This corporation shall have one (1) director initially. The number of directors may be increased or diminished from time to time per the By-Laws adopted by the stockholders, but shall never be less than one.

ARTICLE VIII
INITIAL DIRECTORS

The name of the initial director of this corporation and his street address is:

Bobby Hugh Hamilton, Jr.
1854 Sparrow Lane
Navarre, Florida 32566.

The person named as initial director shall hold office for the first year of existence of this corporation or until his successors are elected or appointed and have qualified, whichever occurs first.

ARTICLE IX
RESTRICTIONS ON TRANSFER OF STOCK

The corporation and, subject to the priority of the corporation, the remaining stockholders of the corporation shall have a preference in the purchase of any shares of the capital stock of the corporation and any attempted sale of such shares of stock in violation of this provision shall be null and void. In case a stockholder, his personal representatives, heirs, devisees, legatees, pledgee, assignee, receiver, trustee in bankruptcy or any other person holding under or in privity with any stockholder, desires to sell his shares of stock, he shall file notice in writing of such intention with the Secretary of the corporation, stating the price and terms upon which he desires to sell such stock, and unless the terms of such offer are accepted by the

corporation within ten (10) days, it shall be deemed to have waived its privilege of purchasing. In the event that the corporation is legally unable to purchase such stock or otherwise waives its privilege of purchasing, the Secretary of the corporation shall mail a written notice to all of the remaining stockholders, by certified mail, return receipt requested, advising them of the terms of such offer, and unless the terms of such offer are accepted by any or all of the other stockholders within ten (10) days from the date of mailing such notice, they shall be deemed to have waived their privilege of purchasing, and the stockholders or the person in privity with him desiring to sell shall be at liberty to effect a sale upon the terms of such offer. No stockholder who has given notice pursuant to this Article, may thereafter sell such stock for a price or upon terms different than the offer contained in such notice, without again complying with the notice requirements of this Article. Neither the corporation, nor the remaining stockholders (collectively), may exercise their privilege of purchasing as to any shares of stock less than the total number of shares involved in such offer.

ARTICLE X **INDEMNIFICATION**

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

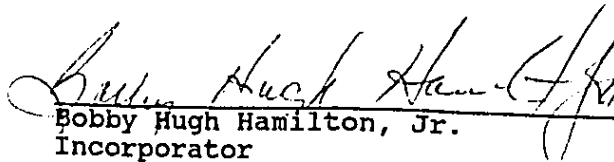
ARTICLE XI
INCORPORATION

The name and street address of the Incorporator of this corporation is: Bobby Hugh Hamilton, Jr., 1854 Sparrow Lane, Navarre, Florida 32566.

ARTICLE XII
AMENDMENT

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 stockholders and approved at a stockholders' meeting by at least a majority of the stock entitled to vote, unless all of the directors and all of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, the undersigned, as Incorporator, has executed the foregoing Articles of Incorporation on this 27th day of March, 1995.


Bobby Hugh Hamilton, Jr.
Incorporator

FILED
95 MAR 29 AM 7:59
TALLAHASSEE, FLORIDA

STATE OF FLORIDA)

COUNTY OF SANTA ROSA)

BEFORE ME, a Notary Public, did personally appear Bobby Hugh Hamilton, Jr., known to be the person described as Incorporator and who executed the foregoing Articles of Incorporation, and acknowledged before me that he subscribed to these Articles of Incorporation on the 27th day of March, 1995.

NOTARY PUBLIC STATE OF FLORIDA
CYNTHIA ANNE BUSH
(SEAL) COMMISSION EXPIRES 5-4-97
COMMISSION # CC203158

Cynthia Anne Bush
Notary Public
(Print Name) CYNTHIA ANNE BUSH
Commission No.: 203158
My Commission Expires: 5-4-97

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for Bobby Hugh Hamilton, Jr., at the place designated in the Articles of Incorporation, Bobby Hugh Hamilton, Jr. agrees to comply with the provisions of Section 48.091 relative to keeping such office open.

DATE: 3-27-95

Bobby Hugh Hamilton, Jr.
Bobby Hugh Hamilton, Jr.

FILED
95 MAR 29 AM 7:59
NOTARY PUBLIC STATE
TALLAHASSEE, FLORIDA

P95000025967

11 NOVEMBER 1996

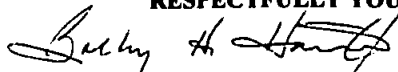
TO WHOM IT MAY CONCERN:

This letter is to inform you of an address change:

- **OLD ADDRESS:** PARADISE POINT PRODUCTIONS, INC. EIN# 59-3307655,
DOCUMENT # P95000025967
1854 SPARROW LANE , NAVARRE, FLORIDA, 32566
- **NEW ADDRESS:** PARADISE POINT PRODUCTIONS, INC. EIN# 59-3307655,
DOCUMENT # P95000025967,
1937 FLAMINGO LANE, NAVARRE, FLORIDA, 32566,
TELEPHONE # 904-939-6770

Thank You so much for your help and consideration.

RESPECTFULLY YOURS,


BOBBY H. HAMILTON, PRESIDENT