

P95 0000 31849

Walter H. Woff, Jr.
(Requestor's Name)
300 E. Park Ave.
(Address)
Tallahassee, FL 32301 224-2677
(City, State, Zip) (Phone #)

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CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. Green Vine Media, Inc.
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

☒ Walk in ☐ Pick up time _____ ☒ Certified Copy
☐ Mail out ☒ Will wait ☐ Photocopy ☐ Certificate of Status

NEW FILINGS	
<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A. Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

NANCY HENDRICKS APR 24 1995

Examiner's Initials

**ARTICLES OF INCORPORATION
OF
GREEN VINE MEDIA, INC.**

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TALLAHASSEE, FLORIDA

ARTICLE I - CORPORATE NAME

The name of the Corporation shall be:

GREEN VINE MEDIA, INC.

ARTICLE II - PRINCIPAL OFFICE

The initial principal office of the Corporation shall be located at:

**1105 East Lafayette Office
Tallahassee, FL 32301**

The initial Corporation mailing address shall be:

**P.O. Box 1717
Tallahassee, FL 32302**

ARTICLE III - DURATION

The Corporation shall have perpetual existence.

ARTICLE IV - PURPOSE

The Corporation is organized for the purpose of engaging in and transacting any lawful business permitted under the laws of the State of Florida and the United States of America.

ARTICLE V - CAPITAL STOCK

The Corporation is authorized to issue 15,000 shares of common stock, which shall be issued as 5,000 shares of Class "A" common stock and 10,000 shares of Class "B" common stock. The classification of the common stock is for the sole purpose of providing for different voting rights among the Shareholders. The rights of the Shareholders of both Class "A" and Class "B" common stock are identical with respect to the profits and assets of the Corporation.

ARTICLE VI - VOTING OF SHARES

Shareholders of Class "A" stock shall be entitled to two (2) votes per share on any matter, including the election of Directors. Shareholders of Class "B" stock shall be entitled to one (1) vote per share on all matters. The affirmative vote of seventy-five percent (75%) of the outstanding shares shall be necessary to approve any matter to be considered by the Shareholders.

ARTICLE VII - QUORUM REQUIREMENTS

A quorum of Shareholders shall consist of two-thirds (2/3) of the shares entitled to vote at a meeting of Shareholders.

ARTICLE VIII - SHARE TRANSFER RESTRICTIONS

Shares of the Corporation shall be issued to the following persons in the amounts indicated upon payment of the consideration as determined by the Agreement of the Shareholders:

SHAREHOLDER**NUMBER OF SHARES**

JULIA C. CARSWELL

5,000 shares Class "B"

DIANNE H. PEPPER

5,000 shares Class "B"

DONNA M. BATEMAN

5,000 shares Class "A"

Shares held by each Shareholder may not be sold or otherwise transferred to other persons unless first offered to the Corporation or to the remaining Shareholders in proportion to their shares. The price, terms and other provisions regarding this restriction may be specified by written agreement among the Shareholders which agreement may expand this Article and which may also include the Corporation as a party.

**ARTICLE IX - INITIAL REGISTERED AGENT
AND OFFICE**

The initial registered agent and street address of his office shall be:

WALTER H. WOLFE, JR.
C/O Bateman Graham
300 East Park Avenue
Tallahassee, FL 32301

ARTICLE X - INITIAL BOARD OF DIRECTORS

The number of Directors constituting the initial Board of Directors shall be four (4). The number of Directors may be increased or decreased from time to time in accordance with the Bylaws of the Corporation but shall never be less than one. The name and mailing address of each initial Director is as follows:

SCOTT S. CARSWELL

P.O. Box 1717
Tallahassee, FL 32302

WALTER H. WOLFE, JR.

C/O Bateman Graham
300 East Park Ave.
Tallahassee, FL 32301

ALAN B. TORLEDSKY

C/O Jefferson Management Co.
310 W. Jefferson St.
Tallahassee, FL 32301

RICHARD F. SMITH

C/O Bateman Graham
300 East Park Ave.
Tallahassee, FL 32301

ARTICLE XI - INDEMNIFICATION

The Corporation shall indemnify to the full extent permitted by law any person who is made, or threatened to be made, a party to any action, suit or proceeding (whether civil, criminal, administrative or investigative) by reason of the fact that he is or was a Director, Officer, employee or agent authorized by the Corporation or serves or served any other enterprise at the request of the Corporation.

ARTICLE XII - INCORPORATOR

The name and street address of the Incorporator is:

WALTER H. WOLFE, JR.
C/O Bateman Graham
300 East Park Avenue
Tallahassee, FL 32301

ARTICLE XIII - AMENDMENT

The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment to them, and any right conferred upon the Shareholders is subject to this reservation.

THE UNDERSIGNED INCORPORATOR has executed these Articles of Incorporation this 12th day of April, 1995.


WALTER H. WOLFE, JR.

CERTIFICATE OF DESIGNATION
OF
REGISTERED AGENT AND REGISTERED OFFICE

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Section 607.0501, Florida Statutes, the undersigned officer of GREEN VINE MEDIA, INC., a corporation organized under the laws of the State of Florida, hereby submits the following statement designating the registered agent and registered office of the Corporation in the State of Florida.

Registered Agent: Walter H. Wolfe, Jr.

Registered Office: 300 East Park Avenue
Tallahassee, FL 32301

GREEN VINE MEDIA, INC.

By: 
Scott S. Carswell, President

Date: 4/12/95

REGISTERED AGENT'S ACCEPTANCE

Having been designated as Registered Agent and to accept service of process for the above-named Corporation at the place designated in this certificate, I hereby accept the appointment as Registered Agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, acknowledge my familiarity with same, and accept the obligations of my position as Registered Agent for the Corporation.


Walter H. Wolfe, Jr.

Date: 4-12-95