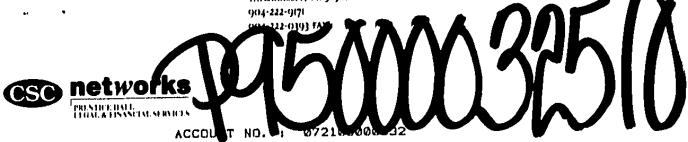
1201 HAYS STREET TALLAHASSEE, FL 32301 800-342-8086



1322548 584737 REFERENCE :

AUTHORIZATION :

COST LIMIT : 9 PPD

ORDER DATE: April 25, 1995

ORDER TIME : 10:06 AM

ORDER NO. : 584757

CUSTOMER NO: 132254A

CUSTOMER: Sugan W. Carlson, Esq BRONSTEIN CARLSON GLEIM &

SMITH, P.A.

Suite 1100

150 Second Avenue, North St. Peteraburg, FL 33701

DOMESTIC FILING

EFFECTIVE 04-24-95

NAME: ARI PRODUCTIONS, INC.

ARTICLES OF INCORPORATION CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY

PLAIN STAMPED COPY

CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Sebrena Randolph

EXAMINER'S INITIALS:

EFFECTIVE DATE

APR 2 4 1995

500001463825

25

-04/25/95--01057--001 +++++70.00 ++++70.00

T. BROWN APR 2 6 1995

095A 000 19477

ARTICLES OF INCORPORATION

OF

ARI PRODUCTIONS, INC.

95 APR 25 AM 9: 45

SECRETARY OF STATE
TALLAMASSEE, FLORIDA

ARTICLE I

EFFECTIVE DATE

MAKE

APR 2 4 1995

The name of this corporation is ARI Productions, Inc..

ARTICLE II

PRINCIPAL OFFICE

The principal office of this corporation and the mailing address of this corporation is 14375 Myerlake Circle, Clearwater, Florida 34620.

ARTICLE III

DURATION: EFFECTIVE DATE

This corporation shall exist perpetually, commencing as of April 24, 1995.

ARTICLE IV

PURPOSES

This corporation may engage in any activity or business permitted under the laws of the United States of America and of this State.

ARTICLE V

CAPITAL STOCK

This corporation is authorized to issue Ten Thousand (10,000) shares of One Dollar (\$1.00) par value common stock.

ARTICLE VI

REGISTERED OFFICE AND REGISTERED AGENT

The name of the initial Registered Agent of this corporation and the street address of the initial Registered Office are SUSAN W. CARLSON, 150 Second Ave. North, Suite 1100, St. Petersburg, Florida 33701.

ARTICLE VII

INITIAL BOARD OF DIRECTORS

This corporation shall have one (1) director initially. The number of directors may either be increased or decreased from time to time as provided in the Bylaws, but shall never be less than one (1). The name and address of the initial director of this corporation are ARIANA L. REED, 14375 Myerlake Circle, Clearwater, Florida 34620.

ARTICLE VIII

INCORPORATOR

The name and address of the person signing these Articles of Incorporation are SUSAN W. CARLSON, 150 Second Avenue North, Suite 1100, St. Petersburg, Florida 33701. The Registered Agent, by her execution of these Articles of Incorporation as Incorporator, accepts the appointment as registered agent and agrees to comply with the provisions of all statutes relative thereto, including the obligations of \$607.0501, Florida Statutes.

ARTICLE IX

AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

ARTICLE X

BYLAMS

The initial Bylaws shall be adopted by the Board of Directors. The power to alter, amend, or repeal the Bylaws or adopt new Bylaws is vested in the Board of Directors, subject to repeal or change by action of the Shareholders.

ARTICLE XI

INFORMAL SHAREHOLDER ACTION

The holders of not less than a majority of the issued and outstanding shares of the voting stock of the corporation may act by written agreement without a meeting, as provided in Florida Statutes 607.0704 and the Eylaws.

ARTICLE XII

LONG-TERM EMPLOYMENT CONTRACT

The Board of Directors may authorize the corporation to enter into employment contracts with any executive officer for periods longer than one year, and any charter or Bylaw provision for annual election shall be without prejudice to the contract rights, if any, of the executive officer under such contracts.

IN WITNESS WHEREOF, the undersigned executes these Articles of Incorporation this 24 day of April, 1995.

SUSAN W. CARLSON

INCORPORATOR

INCORPORATOR

BRONSTEIN, CARLSON, GLEIM & SMITH, P. A.

Joei D. Bronstein Susan W Carlson Holger D. Gleim leffrey | Kallan Thomas B. Smith

Suite 1100 150 Second Avenue North St. Petersburg, Florida 33701

(813) H98-6688 Fax (813) 898-8811

Refer to File No.

Writer's Direct Dial No.

001948/952019 95000032510

(813) 898-6692

Florida Department of State Division of Corporations P.O. Box 6327 Tallahassee, FL 32314

CERTIFIED MAIL RETURN RECEIPT #Z 270 005 420

RE: ARI PRODUCTIONS, INC.

90001489779 -05/11/95--01024--001 *****35.00 *****35.00

Gentlemen:

Enclosed please find the original and an executed copy of a Change of Registered Agent for the above-referenced corporation, along with our check in the amount of \$35.00 representing the filing fee.

Please acknowledge filing of this document by stamping the duplicate copy and returning it to me.

If you have any questions in connection with the documents, or need further information, please contact me by telephone rather than returning the document.

very truly yours,

SWC:mc Enclosures

cc: ARI PRODUCTIONS, INC.

106610

CHANGE OF REGISTERED OFFICE AND AGENT

ARI PRODUCTIONS, INC.

- Secretary of State of Florida TO:
- The name of the Corporation is ARI Productions, Inc 1.
- The current registered office is located at 150 Second Ave. North, Suite 1100, St. Petersburg, Florida 33701. 2.
- The current registered office will be changed to 14375 Myerlake Circle, Clearwater, Florida 34620. 3.

THIS IS THE CORRECT BUSINESS ADDRESS OF THE CORPORATION, PLEASE CHANGE YOUR RECORDS ACCORDINGLY.

- The current registered agent is Susan W. Carlson.
- The successor registered agent will be ARIANA L. REED. 5.
- The street address of the Corporation's registered office and the business office of its registered agent, as changed above, will be identical.
- All changes made above have been authorized by resolutions duly adopted by the Corporation's Board of Directors.
- All changes made above have been made by an officer of the Corporation authorized to do so by the Board of Directors. в.

DATED this & day of april, 1995.

ARI PRODUCTIONS, INC.

<u>ACKNOWLEDGEMENT</u>

I hereby agree to act in this capacity, and agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties. I am familiar with and accept the obligations of 607.325, Florida Statutes.

PLEASE READ ALL INSTRUCTIONS BEFORE COMPLETING THIS FORM. FLORIDA DEPARTMENT OF STATE Sandra B. Mortham APPLICATION FILED Socretary of State DIVISION OF CORPORATIONS FOR REINSTATEMENT 96 OCT 18 PM 6: 01 P95000032510 SECRETARY OF STATE TALLAHASSEE, FLORIDA DOCUMENT # t - Corporation Name ARI PRODUCTIONS, INC. Mading Address Principal Place of Received 14375 MYERLAKE CIRCLE CLEARWATER FL 34620 14375 MYERLAKE CIRCLE CLEARWATER FL 34620 If above addresses are incorrect in any way, tino through incorrect information and order correction below Date Incorporated or Qualified To Do Business in Florida 04/24/1995 Applied For 2 thew Principal Office Address, if Applicable Not Applicable Suite, Apt. II, etc. Suite, Apt # ntc CERTIFICATE OF STATUS DESIRED City A State 7 Names and Steel Addresses of Each Officer and/or Director (Florida nomprofit corporations must list at least 3 directors) City / State / Zip CLEARWATER FL 34620 Name of Officers and/or Directors 14375 MYERLAKE CIRCLE Title(8) REED, ARLANA L D ****375.00 ****375.00 9. Name and Address of New Registered Agent 8. Name and Address of Current Registered Agent Street Address (P.O. Box Number is Net Acceptable) PEED, ARIANA L Suita, Apt. #, Etc. Zip Code 14375 MYERLAKE CIRCLE CLEARWATER FL 34620 10. I, being appointed the registered age w of 11.) above named corporation, am familiar with and accept the obligations of Section 607.0505, F.S. side for information stangible tax.) Signature of Registered Agent Does this corporation pay any intangible tax to the Dept. of Revenue under S. 199.032, Florida Statutes. Yes No [12 I certify that I am an officer or director or the receiver or trustee empowered to execute this application as provided for in chapter 607 or 617, F.S. I further certify that when filing this reinstatement application, the reason for dissolution has been eliminated, the corporate name satisfies the requirements of section 607.0401 or 617.0401, F.S. The information indicated exists translatement application, the reason for dissolution has been eliminated, the corporation are exemption under section 119.07(3)(i), F.S. The information indicated on this true and accurate, and my signature shall have the same legal effect as if made under oath.

OFFICER OF DIRECTOR

AURE AND TYPED OR PRINTER DESIGNATION

10/4/96 8/35305 Date Phone

P950000325/0

Joel D. Bronstein'
Board Cettified in The Law
Susan W. Carlson
Board Cettified in The Law
Holger D. Gleim
Board Cettified in Wills, Trusts & Estates
Thomas B. Smith

Suite 1100 150 Second Avenue North St. Petersburg, Florida 33701 (815) 898-6688 Fax (813) 898-8811

Writer's Direct Dial No.

Jeffrey J. Kallan

Board Certified in Health Law

Refer to File No.

001948/952019 July 21, 1997 (813) 898-6692

Amendments & Mergers Section Bureau of Corporate Records Division of Corporations P.O. Box 6327 Tallahassee, FL 32314

900002244729--7 -07/23/97--01019--001 *****35.00 *****35.00

RE: Ari Productions, Inc.
Articles of Dissolution

Gentlemen:

Enclosed please find two executed copies of the Articles of Dissolution for the above-referenced corporation. Also enclosed is our check in the amount of \$35.00 representing the filing fee.

Please acknowledge filing of this document by stamping the duplicate copy and returning it to me. If you have any questions or require further information, please contact me by telephone.

Very truly yours,

Susan W. Carlson

SWC:mc Enclosures

cc: Ari Productions, Inc.

VS JUL 3 0 1997

Wold:s

ARTICLES OF DISSOLUTION

OF

ARI PRODUCTIONS, INC.



The undersigned corporation, in accordance with the Florida Business Corporation Act, hereby adopts the following Articles of Dissolution:

ARTICLE I. The name of the corporation is:

ARI PRODUCTIONS, INC.

- ARTICLE II. The dissolution of the Corporation was authorized on June 20, 1997.
- ARTICLE III. The dissolution was approved by the unanimous written consent of the Shareholders of the Corporation. The number of votes cast for dissolution was sufficient for approval.
- ARTICLE IV. The effective date of these Articles of Dissolution shall be the date and time such Articles of Dissolution are filed with the Florida Department of State.

IN WITNESS WHEREOF, the undersigned has executed and signed these Articles of Dissolution this day June, 1997.

ARI PRODUCTIONS, INC.

Ariana L. Reed, President

(CORPORATE SEAL)