

P950000 39122

ENTERTAINMENT LAW OFFICES

of

William L. Whitacre

17 SOUTH MAGNOLIA AVENUE ORLANDO, FLORIDA USA 32801  
TELEPHONE (407) 422-4469 FACSIMILE (407) 841-3941

May 10, 1995

200001487752  
-05/15/95 -01084 -018  
\*\*\*\*122.50 \*\*\*\*122.50

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

Re: *POST ALTERNATIVE, INC.*

Enclosed please find an original and one copy of the Articles of Incorporation for the *not* for profit corporation, and a check in the amount of \$122.50 for the filing fees.

Thank you for your assistance in filing same and returning a certified copy to:

William L. Whitacre  
17 South Magnolia Avenue  
Orlando, Florida 32801  
(407) 422-4469

Very truly yours,



William L. Whitacre

WLW/ww

DME 5/17/95

FILED  
95 MAY 15 PM 12:13  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION  
OF  
*POST ALTERNATIVE, INC.*

**FILED**  
95 MAY 15 PM 12:13  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned subscriber to these Articles of Incorporation, being a natural person competent to contract, files these Articles of Incorporation to form a corporation for profit under the laws of the State of Florida.

**ARTICLE I**  
**NAME**

The name of the corporation shall be:

*POST ALTERNATIVE, INC.*

**ARTICLE II**  
**PRINCIPAL OFFICE**

The principal place of business and the mailing address of the corporation shall be:

1061 Maitland Center Commons  
Suite 109  
Maitland, FL 32751

**ARTICLE III**  
**CAPITAL STOCK**

The number of shares of stock that the corporation is authorized to have outstanding at any one time is five thousand ( 5,000 shares at an initial par value of \$1.00 per share.

**ARTICLE IV**  
**PREEMPTIVE RIGHTS**

The corporation elects to have preemptive rights and the shareholders of the corporation shall have a preemptive right, granted on uniform terms and conditions prescribed by the Board of Directors to provide a fair and reasonable opportunity to exercise the right, to acquire proportional amounts of the corporation's unissued shares upon the decision of the Board of Directors to issue them.

**ARTICLE V**  
**INITIAL REGISTERED AGENT AND ADDRESS**

The name and address of the initial registered agent is:

William L. Whitacre, Esquire  
17 South Magnolia Avenue  
Orlando, Florida 32801

**ARTICLE VI**  
**TERM OF EXISTENCE**

This corporation shall have perpetual existence unless voluntarily dissolved according to law.

**ARTICLE VII**  
**INCORPORATOR**

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

William L. Whitacre, Esquire  
17 South Magnolia Avenue  
Orlando, Florida 32801

**ARTICLE VIII**  
**OFFICERS**

The initial officers of the corporation shall be:

President:	Michael B. Pope
Secretary:	Steve F. Blanton
Treasurer:	Steve F. Blanton

**ARTICLE IX**  
**DIRECTORS**

There shall be no directors initially. The number of directors may be changed from time to time in accordance with the By Laws adopted at the initial organizational meeting.

**ARTICLE X**  
**PURPOSE**

The purpose for which this corporation is formed is to conduct all lawful business authorized by the State of Florida and the laws of the United States

**ARTICLE XI**  
**MANAGEMENT**

The affairs of the corporation shall be managed by the Shareholders in accordance with the By Laws and rules of procedure adopted at the initial organizational meeting of the Corporation.

The undersigned has executed these Articles of Incorporation of  
POST ALTERNATIVE, INC. this 10th day of May, 1995.

A handwritten signature in cursive script, appearing to read "W. L. Whitacre", written over a horizontal line.

William L. Whitacre  
Incorporator

**FILED**

95 MAY 15 PM 12:13

**DESIGNATION AND ACCEPTANCE OF REGISTERED AGENT**

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Pursuant to the provisions of section 607.0501 Florida Statutes, the undersigned Corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered agent in the State of Florida.

1. The name of the Corporation is:

*POST ALTERNATIVE, INC.*

2. The name and address of the registered agent and office is:

William L. Whitacre, Esquire  
17 South Magnolia Avenue  
Orlando, Florida 32801



William L. Whitacre  
Incorporator  
May 10, 1995

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED 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, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.



William L. Whitacre  
Registered Agent  
May 10, 1995

P95000039122

MIKE POPE  
P.O. Box 140031  
ORLANDO, FL  
32814

900001824559  
-05/16/96--01059-009  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

Office Use Only

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

1. \_\_\_\_\_  
(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 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 checked="" 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

SH 3/21

56 MAY 16 11:04:49  
STATE OF FLORIDA  
CORPORATION DIVISION

Examiner's Initials	
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ARTICLES OF DISSOLUTION

Pursuant to section 607.1403, Florida Statutes, this Florida profit corporation submits the following articles of dissolution:

FIRST: The name of the corporation is: POST ALTERNATIVE, INC.

SECOND: The date dissolution was authorized: 12/27/95

THIRD: Adoption of Dissolution (CHECK ONE)

Dissolution was approved by the shareholders. The number of votes cast for dissolution was sufficient for approval.

Dissolution was approved by vote of the shareholders through voting groups.

*The following statement must be separately provided for each voting group entitled to vote separately on the plan to dissolve:*

The number of votes cast for dissolution was sufficient for approval by

N/A  
(voting group)

Signed this 8<sup>TH</sup> day of MAY, 19 96

Signature [Signature]  
(By the Chairman or Vice Chairman of the Board, President, or other officer)

STEVE F. BLANTON  
(Typed or printed name)

VICE - PRESIDENT / POST ALTERNATIVE, INC  
(Title)

65 MAY 16 AM 10:49  
RECEIVED  
STATE OF FLORIDA  
CORPORATION DIVISION