



P95000063487
PROVIDENT ADVERTISING & MARKETING, INC.

August 14, 1995

FILED
95 AUG 15 PM 4:29
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

VIA FEDERAL EXPRESS

Secretary of State
Corporate Division
409 E. Gaines Street
Tallahassee, FL 32301

300001560638
-08/15/95--01076--009
***122.50 ***122.50

RE: Provident Entertainment, Inc.

Dear Sir or Madam:

I am enclosing herewith an original and one copy of the Articles of Incorporation for the above referenced corporation. In addition, a check in the amount of \$122.50 is enclosed which represents the following fees:

Filing fee	\$35.00
Certified Copy	52.50
Registered Agent Fee	35.00
TOTAL FEES	\$122.50

Please file the original of the enclosed Articles of Incorporation and return a certified copy directly to the undersigned.

Your prompt attention to this matter is greatly appreciated.

Sincerely,


Wilson F. Williams

ENC:

Handwritten:
R28873



FLORIDA DEPARTMENT OF STATE
Sandra B. Morthum
Secretary of State

June 27, 1995

EDWARD C. DROSTE
PROVIDENT ADVERTISING & MARKETING, INC.
1700 MCMULLEN BOOTH RD., SUITE B-5
CLEARWATER, FL 34619

The name PROVIDENT ENTERTAINMENT, INC. has been reserved for 120 days beginning June 27, 1995. The reservation number is R95000002883 and this reservation is **NONRENEWABLE**.

A reservation is not a grant of authority to use the name. It is only a withholding of a name from its availability for use by another. When the proposed document is submitted, the name will **AGAIN** be checked against the records of the Division and if still no conflict exists and all other requirements are fulfilled, the reserved name shall be filed as the entity name.

The Division of Corporations is a ministerial filing office and may not render any legal advice. The Division does not adjudicate the legality of any corporate name or arbitrate disputes between entities. You may wish to review other laws such as common law rights, including rights to a trade name; United States Code, Federal Trademark Act, Section 1051 (Lanham Act); Chapter 495, Florida Statutes, Registration of Trademarks and Service Marks (Florida Trademark Act); and Section 865.09, Florida Statutes (Fictitious Name Act).

If someone else submits the document for filing, it must have a copy of this letter attached.

Should you have any questions regarding this matter, please telephone (904) 488-9000, the Name Availability Section

Neysa Culligan

Letter number: 995A00031468

ARTICLES OF INCORPORATION
OF
PROVIDENT ENTERTAINMENT, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned as incorporator forms a corporation within the meaning of the applicable provisions of Florida Statutes, Chapter 607.

ARTICLE I.

NAME

The name of this corporation is PROVIDENT ENTERTAINMENT, INC.

ARTICLE II.

PRINCIPAL OFFICE

The principal address of this corporation is: 1700 McMullen Booth Road, Suite B-5, Clearwater, Florida 34619.

ARTICLE III.

CAPITAL STOCK

This corporation is authorized to issue 10,000 shares of \$1.00 par value common stock.

ARTICLE IV.

REGISTERED OFFICE AND REGISTERED AGENT

The name of the Registered Agent of this corporation and the street address of the Registered Office are as follows:

Name: Wilson F. Williams
Address: 1700 McMullen Booth Road
 Suite B-5
 Clearwater, Florida 34619

ARTICLE V.

INITIAL BOARD OF DIRECTORS

This corporation shall have three (3) Directors initially. The number of Directors may be either increased or diminished from time to time by the bylaws but shall never be less than one. The names and addresses of the initial Directors of this corporation are:

Edward C. Droste
1700 McMullen Booth Rd., #B-7
Clearwater, FL 34619

Susan Johnson
2826 Cavalier Drive
Palm Harbor, FL 34684

Wilson F. Williams
240 Millstone Drive
Palm Harbor, FL 34683

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE VI.

INCORPORATOR

The name and address of the incorporator of this corporation is:

Name: Wilson F. Williams
Address: 1700 McMullen Booth Road
Suite B-5
Clearwater, FL 34619

ARTICLE VII.

EFFECTIVE DATE OF ARTICLES

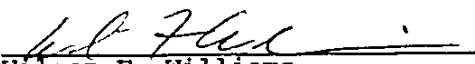
These Articles shall be effective upon filing with the Secretary of State for Florida.

IN WITNESS WHEREOF, the undersigned, as incorporator, has hereunto set the undersigned's hand and seal this 14 day of August, 1995, for the purpose of organizing this corporation under the laws of the State of Florida.


Wilson F. Williams

ACKNOWLEDGEMENT:

Having been named to accept service of process for the above-stated corporation, at the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.


Wilson F. Williams

Dated: August 10, 1995