# P95000070037

# McCLANE PROFESSIONAL ASSOCIATION

THE DOWN MAWR STREET

ORLANDO, FLORIDA 32804

J. BROCK MICLANE

August 31, 1995

Florida Department of State Division of Corporations 409 E. Gaines Street Tallahassee, Florida 32399

Re: Registration of Q- UP PRODUCTIONS, Inc.

Dear Sir/Madam:

Please accept the enclosed check in the amount of \$132.50 for the filing of Articles of Incorporation of a new Florida corporation by the name of Q-UP PRODUCTIONS, Inc., designation of registered agent and certification of the articles of incorporation.

The breakdown of the amounts for which the check is written is as follows:

1) Filing of Articles of Incorporation:	\$35.00
2) Designation of Registered Agent	\$35.00
3) Certified Copy of Articles- Please return to us after filing.	\$ <u>52.50</u>
	\$132 <b>5</b> 0

Thank you for your assistance.

Cordially,

Brock McClane

/BM/mag

cc: Q-UP PRODUCTIONS, Inc.

SEP 1 2 1995 BSB

400001579614 -09/0795--01062--007 \*\*\*\*132.50 \*\*\*\*132.50

personal records

(407) 878 - 0800 FACBIMILE (407) 878 - 8808

TELEPHONE

FILED PRIZE

#### ARTICLES OF INCORPORATION

FILED

OF

95 SEP -6 PM 12: 42

Q-UP PRODUCTIONS, Inc.

PULMENT HE, FLOR BA

The undersigned incorporators, being competent to contract, subscribe to these Articles of Incorporation to form a corporation for profit under the laws of the State of Florida.

#### ARTICLE 1 - Name

The name of this corporation shall be Q-UP PRODUCTIONS, Inc.

## **ARTICLE II - Business and Activities**

Q-UPPRODUCTIONS, Inc. may be, and is authorized to, engage in any activity or business permitted under the laws of the United States and of the State of Florida. Provided, however, and notwithstanding the generality of the foregoing, Q-UP PRODUCTIONS, Inc. is not to conduct a banking, safe deposit, trust, insurance, surety, express, railroad, canal, telegraph, telephone or cemetery company, a building and loan association, mutual fire insurance association, cooperative association, fraternal benefit society, state fair or exposition.

#### ARTICLE III - Capital Stock

- A. The authorized capital stock of Q-UP PRODUCTIONS, Inc. and the maximum number of shares of stock that Q-UP PRODUCTIONS, Inc. 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.
- B. All or any portion of the capital stock may be issued in payment for real or personal property, services, or any other right or thing having a value, in the judgment of the Board of Directors, at least equivalent to the full value of the stock so to be issued as hereinabove set forth, and when so issued, shall become and be fully paid and nonassessable, the same as though paid for in cash, and the Directors shall be the sole judges of the value of any property, right or thing acquired in exchange for capital stock, and their judgment of such value shall be conclusive.

#### **ARTICLE IV - Term of Existence**

The effective date upon which Q-UP PRODUCTIONS, Inc. shall come into existence shall be the date of filing, and it shall exist perpetually thereafter unless dissolved according to law.

## ARTICLL V - Initial Registered Office and Agent

The street address of the initial registered office of this Corporation is 1630 Riveredge Road, Oviedo, Florida 32765 and the name of the initial registered agent of Q-UP PRODUCTIONS, Inc. at that address is Raynard Quarles. The principal office shall be the same as the registered office.

#### ARTICLE VI - Directors

- A. The initial number of Directors of Q-UP PRODUCTIONS, Inc. shall be one.
- B. The number of Directors may be either increased or diminished from time to time by the Board of Directors or the Shareholders in accordance with the By-Laws of Q-UP PRODUCTIONS, Inc.
- C. Directors, as such, shall receive such compensation for their services, if any, as may be set by the Board of Directors at any annual or special meeting thereof. The Board of Directors may authorize and require the payment of reasonable expenses incurred by Directors in attending meetings of the Board of Directors.
- D. Nothing in this Article shall be construed to preclude the Directors from serving Q-UP PRODUCTIONS, Inc. in any other capacity and receiving compensation therefor.
- E. The names and street addresses of the initial members of the Board of Directors, each to hold office as long as permitted by these Articles and the By-Laws of Q-UP PRODUCTIONS, Inc. are:

#### NAMI.

#### STREET ADDRESS

## RAYNARD QUARLES 1630 Riveredge Road, Oviedo, FL 32765

- F. Any Directors may be removed from office by the holders of a majority of the stock entitled to vote thereon and any annual or special meeting of the Shareholders of this Corporation, for any cause deemed sufficient by such Shareholders, provided, however, that the initial Directors named and appointed in Paragraph E of this Article may only be removed by a supermajority vote of 4/5 of the Shareholders.
- G. In case one or more vacancies shall occur in the Board of Directors by reason of death, resignation or otherwise, the vacancies shall be filled by the Shareholders of this Corporation at their next annual meeting or at a special meeting called for the purpose of filling such vacancies; provided, however, any vacancy may be filled by the remaining Directors until the Shareholders have acted to fill the vacancy.

# ARTICLE VIL: Incommenter(s)

The names and street addresses of the incorporators signing these Articles are:

NAML

STREET ADDRESS

RAYNARD QUARLES 1630 Riveredge Road, Oviedo, Fl. 32765

# ARTICLE VIII - Lost or Destroyed Certificates

Stock Certificates to replace lost or destroyed certificates shall be issued on such basis and according to such procedures as are from time to time provided for in the By-Laws of Q-UP PRODUCTIONS, Inc.

#### ARTICLE IX - By-Laws

The power to adopt, after, amend or repeal By-Laws of this Corporation shall be vested in the Shareholders or the Board of Directors of Q-UP PRODUCTIONS, Inc. provided, however, that any By-Laws adopted by the Directors which are inconsistent with the By-Laws adopted by the Shareholders shall be void, and the Directors may not after, amend or repeal any By-Laws adopted by the Shareholders.

# ARTICLE X - Preemptive Rights

Every Shareholder, upon the sale or resale of any stock of Q-UP PRODUCTIONS, Inc. of the same kind, class or series as that which he already holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

IN WITNESS WHERLOL, the undersigned Incorporators have executed these Articles of Incorporation this 5% day of September, 1995.

Incorporator

STATE OF HORIDA

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COUNTY OF ORANGE

The foregoing instrument was acknowledged before me this 5.75 day of Soplember.

1995, by Raynard Quarles, who is personally known to me or who has produced as identification and did (did not) take an oath.

THROOK MCGLANE My Commission CC443088 Expires Mar. 02, 1999 Bonded by FA1 800-422-1885

L. Brock McClane

Typed/Printed Name of Notary My commission expires:

# ACCUPIANCE OF APPOINTMENT AS REGISTERED AGENT

The undersigned hereby accepts the appointment to serve as the Initial Registered agent of Q-UP PRODUCTIONS, Inc.

RRYNARD QUARLES 1630 Riveredge Road Ovledo, Florida 32765

Telephone: (407) 365-5781

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SEP-5 PMP: 12

PLEASE READ ALL INSTRUCTIONS BEFORE COMPLETING THIS FORM,

**APPLICATION** FOR REINSTATEMENT



## LLORIDA DEPARTMENT OF STATE Sandra B. Mortham

Secretary of State DIVISION OF CORPORATIONS

P95000070037 DOCUMENT #

1. Cognisition Name

Q-UP PRODUCTIONS, INC.

Principal Place of Business.

Mailing Address

1630 RIVEREDGE RD OVIEDO FL 32765

1630 RIVEREDGE RO OVIEDO FL 32765

SECRETAL OF THE STATE PALEAHASETE, FLORIDA
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2 New Principal Office Address, If Applicable 3 New Mail Scite, Apt. II, etc. Suite, Apt. II, etc. Suite, Apt. III, etc. Suite, Apt. III, etc. State. State.			ing Office Address, If Applicable	4. Date Incor	Date incorporated or Qualified To Do Business in Florids     TEI Number			
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Z Names Title(n) 1	(amen and Street Addresser of Each Officer and/or D Name of Officers and/or Directors		hrector (Florida nonprofit corporations must find all for Street Address of Each Officer ant/or Director 3 (Do NOT Use Post Office Box F		City / State / Zin			
D QUARLES, RAYNARD			1630 RIVEREDGE RD		OVIEDO FL 32765			
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						EN ACT (CO.)		
	•				000205-1-( -01/08/970; ****383.75	530-8-  131017  ****383.75		
8. Name and Address of Current Registered Agent				9. Name and /	Address of New Registered A	gent		
QUAR	LES, RAYNARD		Namo	Namo				
1630 RIVEREDGE RD OVIEDO FL 32765			Street Address (P.O. Box Number is Not Acceptable) Suite, Apt. #, Etc.					
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10 I, being Signature of Registerer	Agent	GISTERED AGE		o obligations of Secti	on 607.0505, F.S.  Date12 24 6	<b>/</b>		
11. Do De	es this corporation pay a pt. of Revenue under S.	ny intangi 199.032, I	ble tax to the Florida Statutes. Ye:	s 🗆 No 🔯	(See other side on intang			
12 I certify t this reins	hat I am an officer or director or the receivitatement application, the reason for disso	er or trustee emp lution has been e	powered to execute this application a	s provided for in cha. es the requirements	pter 607 or 617. F.S. 1 further co of section 607.0401 or 617 040	artify that when filling 1, F.S., that all fees		

owed by the corporation have been paid and the names of individuals listed on this form do not qualify for an exemption under section 119.07(3)(i), F.S. The information indicated on this application is true and accurate, and my signature shall have the same legal effect as if made under oath.