

895000074059  
**TAMPA ACCOUNTING & TAX SERVICE**

6914 E. Fowler Ave - Suite G  
Tampa, FL 33617  
(813) 899 - 0606

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

RECEIVED  
9/27/95

SEP 26 AM 9:51  
TALLAHASSEE, FLORIDA

SUBJECT: TSP Entertainment, Inc.

Enclosed is an original and one (1) copy of the Articles of Incorporation and

a check for \$ 78 75.

FROM: Tampa Accounting & Tax Service  
6914 E. Fowler Ave - Suite G  
Tampa, FL 33617  
(813) 899 - 0606

100001586381  
TALLAHASSEE, FLORIDA  
\*\*\*\*\*75.75 \*\*\*\*\*75.75

Please return all documentation to the undersigned. Thank you.

Tampa Accounting & Tax Service



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

September 18, 1995

TAMPA ACCOUNTING & TAX SERVICE  
6914 E. FOWLER AVENUE STE G  
TAMPA, FL 33617

SUBJECT: TSP ENTERTAINMENT, INC.  
Ref. Number: W95000018775

We have received your document for TSP ENTERTAINMENT, INC. and check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The effective date is not acceptable since it is not within five working days of the date of receipt.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6878.

Terri Buckley  
Corporate Specialist

Letter Number: 595A00042819

# ARTICLES OF INCORPORATION

The undersigned incorporator, being a natural person competent to contract for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopts the following Articles of Incorporation in order to form a corporation under the laws of the State of Florida.

## ARTICLE I

The Corporate name is **TSP Entertainment, Inc.**

## ARTICLE II

This Corporation shall commence upon the execution of these Articles and shall exist perpetually

## ARTICLE III

The corporation may transact any and all lawful business for which corporations may be incorporated under the Florida General Corporations Act.

## ARTICLE IV

This Corporation is authorized to issue 10,000 shares of \$ 1.00 par value, common stock. The rights attendant to all such shares, once issued, shall be identical in all respects. The shares of this Corporation are not to be divided into classes. This Corporation is not authorized to issue shares in series or in less than whole shares.

## ARTICLE V

Every Shareholder, upon the issuance of any new stock of this Corporation, shall have the right to purchase his or her pro-rata share thereof (as nearly as can be done without issuing fractional shares), at the price at which it is offered to others

EFFECTIVE DATE  
9/21/95  
30 SEP 26 AM 8:51  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

## ARTICLE VI

The initial street address and mailing address of the principal place of the Corporation is 6914 E. Fowler Avenue, Suite G, Tampa, FL 33617. The initial address in Florida of the initial Registered office of this Corporation is 6914 E. Fowler Avenue, Suite G, Tampa, FL 33617, and the name of the initial registered agent of this Corporation at that address is Charles E. Fedak.

## ARTICLE VII

The business of the corporation shall be managed by a Board of Directors consisting of a minimum of one director and a maximum of seven directors. The number of Directors may be either increased or diminished from time to time by the Shareholders, but shall never be less than one. The initial Board of Directors shall consist of one Director, who shall serve as Director until the first annual meeting of the Shareholders, or until successors have been elected and qualified, and whose name and address is Virginia Travis 6914 E. Fowler Avenue, Suite G, Tampa, FL 33617.

## ARTICLE VIII

The President shall be Virginia Travis.

## ARTICLE IX

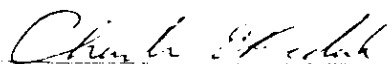
The Shareholders of this Corporation shall adopt By-Laws which shall contain provisions for the management of the business and the regulation of the affairs of the Corporation that are not inconsistent with the Articles or the laws of the State of Florida.

## ARTICLE X

The name and address of the Incorporator is

Charles Fedak 6914 E. Fowler Ave Suite G Tampa, FL 33617  
(813) 899 - 0606

IN WITNESS WHEREOF, I have subscribed my name this 21th day of  
September, 1995

  
Incorporator

CERTIFICATE OF REGISTERED AGENT

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 OR 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA

The Name of the Corporation is: **TSP Entertainment, Inc.**

The name and address of the Registered Agent and Office is

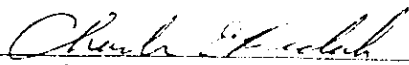
Charles E Fedak

6914 E Fowler Avenue, Suite G, Tampa, FL 33617

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CLERK OF THE COURT  
STATE OF FLORIDA  
SEP 26 AM 8:51

Having been named as registered agent and to accept service of process for the above stated Corporation at the place designated in the 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.

DATED This 21st day of September, 1995

  
\_\_\_\_\_  
Registered Agent