

1818 MOUNT VERNON STREET  
ORLANDO, FLORIDA 32803

**TIMOTHY C. LAUBACH, P.A.**  
*Attorney and Counselor at Law*

(407) 898-8016  
FAX (407) 898-7323

**P9600005318**

January 12, 1996

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

Re: The Mello Yello, Inc.

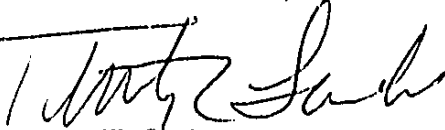
Dear Sir or Madam:

200001689382  
-01/16/96--01031--005  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

I am enclosing herein an original, a copy of the Articles of Incorporation and the Certificate Designating Place of Business and Registered Agent for the above-referenced corporation, together with a check in the amount of \$70.00 made payable to the Secretary of State for the filing fee and charter taxes.

Thank you for your cooperation and should you require further information, please contact me.

Very truly yours,

  
TIMOTHY C. LAUBACH

TCL:ths

Enclosures-stated

F. CHESSEB JAN 18 1996.

ARTICLES OF INCORPORATION

OF

THE MELLO YELLO, INC.

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract hereby forms a corporation by and under the provisions of the Statutes of the State of Florida, providing for the formation, liability, rights, privileges and immunities of a corporation for profit.

ARTICLE I

The name of this corporation shall be:

THE MELLO YELLO, INC.

ARTICLE II

The object and purpose of the corporation, and the general nature of the business or businesses to be transacted, shall be for the purpose of administration of conventions and magazine publications and any other business permitted under the laws of the State of Florida.

ARTICLE III

The address of the principal office of the corporation in the State of Florida shall be:

4100 Edgewater Drive  
Orlando, Florida 32804

ARTICLE IV

The capital stock of the corporation shall consist of 100 shares of common stock, with par value of \$1.00.

FILED  
56 JAN 16 PM 5:30  
CLERK OF CIRCUIT  
JAILHOUSE, FLORIDA

#### ARTICLE V

The business of the corporation shall be conducted by a board of not less than one (1) director. The name and address of the director of the corporation is:

JOSEPH D. GIBSON, SR./4100 Edgewater Drive, Orlando, Florida  
32804

#### ARTICLE VI

The officers of the corporation shall be a President, Treasurer and Secretary. Until the first meeting of the Board of Directors or until their successors are elected and have qualified, the following shall be the officers of the corporation:

JOSEPH D. GIBSON, SR./President, Treasurer and Secretary

#### ARTICLE VII

The name and address of the subscriber to these Articles of Incorporation is JOSEPH D. GIBSON, SR. and a statement of the number of shares of stock and the value of consideration therefor which the subscriber and shareholders are to take, is as follows:

JOSEPH D. GIBSON, SR./4100 Edgewater Drive, Orlando, Florida  
32804/100 Shares

#### ARTICLE VIII

The annual meeting of the stockholders shall be held on the 1st day of December of each year, or at such time as the Board of Directors shall choose and at that time, the

Board of Directors shall be elected, and such other business as may properly come before the meeting may be considered and transacted. The officers of the corporation shall be elected annually by the Board of Directors at a meeting of the Board to be held immediately following the annual stockholders meeting.

The time, place and manner of calling meetings of the stockholders or directors shall be fixed by the By-Laws of the corporation.

The Board of Directors shall appoint a Registered agent as required by the laws of the State of Florida.

#### ARTICLE IX

Any expense paid by the corporation for or on behalf of any officer or any sum paid to any officer as reimbursed expenses, if the same shall be subsequently disallowed by the Internal Revenue Service, shall be repaid by said officer to the corporation.

#### ARTICLE X

Private property of the stockholders shall not be subject to the payment of the corporation debts in any extent whatsoever. The corporation shall have a first lien on the shares of its stockholders and upon the dividends due them for any indebtedness of such stockholders of the corporation.

#### ARTICLE XI

A special meeting of the subscribers or their assigns shall be held upon the call of the President for the purpose

of completing the organization of the corporation and the adoption of the By-Laws and the transaction of such other business as may be desired or required.

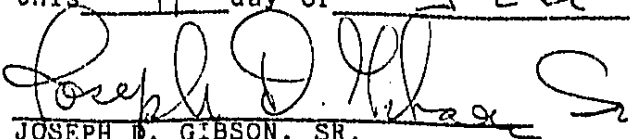
ARTICLE XII

The amount of capital with which the corporation shall begin business is \$ 1,000.00.

ARTICLE XIII

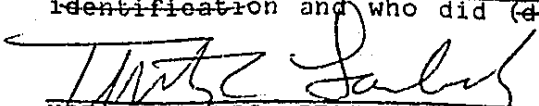
The corporation shall have perpetual existence.

IN WITNESS WHEREOF, the undersigned, being the original subscriber, has hereby set his hands and seals this 11<sup>th</sup> day of June, 1996.

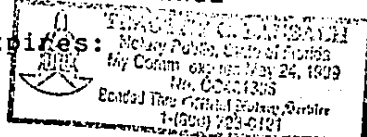
  
JOSEPH D. GIBSON, SR.  
President/Secretary & Treasurer  
Subscriber

STATE OF FLORIDA  
COUNTY OF ORANGE

The foregoing instrument was acknowledged before me this 11<sup>th</sup> day of January, 1996, by JOSEPH D. GIBSON, SR., as President, Secretary, Treasurer and Subscriber of The Mello Yello, Inc., who is personally known to me or who has produced as identification and who did (did not) take an oath.

  
NOTARY PUBLIC, STATE AT LARGE

My Commission Expires:



**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS  
WITHIN FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

**IN COMPLIANCE WITH SECTION 607.325, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED:**

**FIRST THAT** THE MELLO YELLO, INC.  
(Name Corporation)

**WITH ITS PLACE OF BUSINESS AT** 4100 Edgewater Drive, Orlando, Florida  
(Business Address, City and State)

**HAS NAMED** TIMOTHY C. LAUBACH, ESQUIRE  
(Name of Registered Agent)

**LOCATED AT** 1218 Mount Vernon Street,  
(Street Address and Number Of Building,  
Post Office Box Addresses ARE NOT Acceptable)

**CITY OF** Orlando, **STATE OF FLORIDA, AS ITS AGENT TO ACCEPT SERVICE**  
(City)  
**OF PROCESS WITHIN FLORIDA.**

**SIGNATURE** [Signature]  
(Corporate Officer)  
**TITLE** President  
**DATE** 1-11-96

FILED  
96 JAN 16 AM 9:30  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION,  
AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY,  
AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE  
PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND  
OBLIGATIONS OF SECTION 607.325 FLORIDA STATUTES.**

**SIGNATURE** [Signature]  
(REGISTERED AGENT)  
**DATE** 1-11-96

**BUREAU OF CORPORATE RECORDS, P.O. BOX 6327, TALLAHASSEE, FL 32314  
Phone: (904) 488-9005.**

**(NOTE: There is a filing fee of \$3.00 for this certificate)**

79600005318

**TIMOTHY C. LAUBACH, P.A.**

Post Office Box 3062  
Winter Park, Florida 32790-3062  
Telephone: (407) 893-6016

April 21, 1997

State of Florida  
Division of Corporations  
Post Office Box 6327  
Tallahassee, FL 32314

**ATTN: AMENDMENT SECTION**

Re: Mellow Yellow, Incorporated

Dear Madam or Sir:

Enclosed please find two originals of Articles of Amendment to Articles of Incorporation regarding the above-referenced corporation for filing. Also enclosed is check in the amount of \$35.00 as filing fee. After filing the Amendment, please forward proof of same to us.

Thank you in advance for your assistance in this matter. If you have any questions, please feel free to call us directly.

Sincerely yours,



Timothy C. Laubach

TCL:eyl  
Enclosures

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-04/23/97--01030--003  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

NC  
K26  
5/1

FILED  
97 APR 23 AM 11:50  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION  
OF MELLOW YELLOW, INCORPORATED**

FILED  
97 APR 23 AM 11:50  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Pursuant to the provisions of section 607.1006, Florida Statutes, this corporation adopts the following articles of amendment to the articles of incorporation:

**FIRST:** Amendment adopted: The First Article of the original Articles of Incorporation shall be amended, changing the name of the corporation to **W.J.T.R., INCORPORATED.**

**SECOND:** The date of adoption of these Articles of Amendment is the date of execution of same as set forth below.

**THIRD:** This amendment was adopted by the officers, directors, and shareholders of the corporation.

Signed this 4<sup>TH</sup> day of April,  
1997.

  
JOSEPH D. GIBSON, PRESIDENT,  
CHAIRMAN, BOARD OF DIRECTORS  
AND SOLE SHAREHOLDER