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**CARLISLE AND LECATES**  
ATTORNEYS AT LAW

A PARTNERSHIP OF PROFESSIONAL ASSOCIATIONS  
415 SOUTHEAST 12TH STREET  
FORT LAUDERDALE, FLORIDA 33301  
(305) 764-4000  
FAX (305) 525-0004

MURBELL E. CARLISLE, P.A.  
WILLIAM G. LECATES, P.A.  
STEPHEN M. CARLISLE, P.A.

February 22, 1996

FILED STATE  
SECRETARY OF CORPORATIONS  
DIVISION OF CORPORATIONS  
96 FEB 26 PM 2:30

Corporate Records Bureau  
Division of Corporations  
Department of State  
Post Office Box 6327  
Tallahassee, Florida 32314

3000001728793  
-02/26/96--01042--018  
\*\*\*\*122.50 \*\*\*\*122.50

Re: Dark Champions, Inc.

Dear Sir:

Enclosed please find a check in the amount of \$ 122.50 for the following costs for the above named corporation:

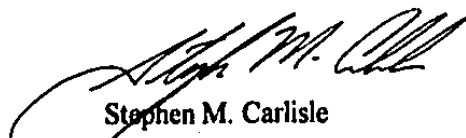
Filing Fee	35.00
Registered Agent Designation	35.00
Certified Copy of Articles	52.50

Sub Total                      \$122.50

Also enclosed are one copy of the Articles of Incorporation for the above named corporation, along with a designation and acceptance of Resident Agent. Please file the original Articles and return the certified copy to this office.

Thank you for your prompt attention to the above.

Very truly yours,

  
Stephen M. Carlisle

SMC/me  
Enclosures

51  
2/28

ARTICLES OF INCORPORATION  
OF

**DARK CHAMPIONS, INC.**

The undersigned Incorporator(s) hereby execute these Articles of Incorporation in order to form a corporation under the laws of the State of Florida.

**ARTICLE I. NAME**

The name of this corporation is Dark Champions, Inc.

**ARTICLE II. NATURE OF BUSINESS**

The corporation may engage in any activity or business permitted under the laws of the United States and of this State.

**ARTICLE III. CAPITAL STOCK**

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 10,000 shares of common stock, having no par value.

**ARTICLE IV. TERM OF EXISTENCE**

This corporation is to exist perpetually.

**ARTICLE V. ADDRESS**

The initial principal office of this corporation in the State of Florida is: 705 Southeast 19th Street, Suite 1, Fort Lauderdale, Florida 33316. The Board of Directors may from time to time move the office to any other address in Florida.

**ARTICLE VI. REGISTERED AGENT**

The initial Registered Agent is Mike Disher. his address is 705 Southeast 19th Street, Suite 1, Fort Lauderdale, Florida 33316.

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DIVISION OF CORPORATIONS  
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#### **ARTICLE VII. DIRECTORS**

The corporation shall have two Directors initially. The number of Directors may be increased or diminished from time to time, by By-Laws adopted by the Stockholders but shall never be less than one. The name and address of the initial Directors of this corporation are: Mike Disher, 705 Southeast 19th Street, Suite 1, Fort Lauderdale, Florida 33316, and Brad Button, 2125 West Davie Boulevard Suite 209, Fort Lauderdale, Florida 33319.

#### **ARTICLE VIII. EFFECTIVE DATE**

These Articles of Incorporation shall be effective upon the Secretary of State accepting and filing these Articles of Incorporation.

#### **ARTICLE IX. PRE-EMPTIVE RIGHTS**

Every shareholder, upon the sale for cash of any new stock of this corporation of the same kind, class or series as that which the shareholder already holds, shall have the right to purchase the shareholders's pro rata share thereof (as nearly as may be done without the issuance of fractional shares) at the price at which it is offered to others.

#### **ARTICLE X. INCORPORATORS(S)**

The name and address of the person signing these Articles: Mike Disher, 705 Southeast 19th Street, Suite 1, Fort Lauderdale, Florida 33316.

#### **ARTICLE XI. AMENDMENT**

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the Stockholders, and approved at a Stockholders' meeting by a majority of the stock entitled to vote thereon, unless all the Directors and all the Stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, the undersigned Incorporator has hereunto set his hand and seal,  
acknowledged and filed the foregoing Articles of Incorporation under the laws of the State  
of Florida this 15 day of Feb., 1996.

Mike Disher  
MIKE DISHER

STATE OF FLORIDA  
COUNTY OF BROWARD

I HEREBY CERTIFY that on this day before me, a Notary Public duly authorized in the State  
and County aforesaid to take acknowledgments, personally appeared Mike Disher, who is personally  
known to me to be the person described in these articles as the Incorporator of the corporation, or  
who produced as identification  
and who executed the foregoing Articles of Incorporation and acknowledged before me that he  
subscribed to those Articles of Incorporation and did (did not) take an oath.

WITNESS my hand and official seal in the County and State named above, this 15 day  
of February, 1996.

Dolores A. Pickens  
Notary Public

My commission expires:

April 26, 1997



DOLORES A. PICKENS  
MY COMMISSION # CC280256 EXPIRES  
April 26, 1997  
BONDOL D THRU TRACY FARM INSURANCE, INC.

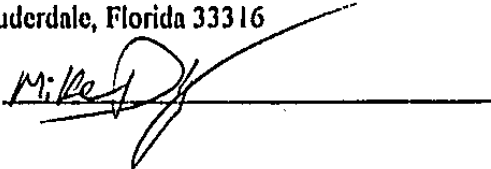
## CERTIFICATE OF DESIGNATION OF REGISTERED AGENT

Pursuant to the provisions of section 607.0501, Florida Statute, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

- 1) The name of the corporation is Dark Champions, Inc.
- 2) The name and address of the registered agent is

Mike Disher  
705 Southeast 19th Street  
Suite 1  
Fort Lauderdale, Florida 33316

Signature of Corporate officer  
Title: Incorporator  
Date:



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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.

Signature of Resident Agent  
Date:

