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WIELIAM THICHIL, die! RICHARD A. LIGHT! KENNELL L. MANN!

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OF COUNSEL JAMES A. MCNARS, JR.

* Cucrumo Cuemi Civil Mematon

ATTORNEYS AT LAW

80 West PINE STREET ORGANDO, FLORIDA D2801-2695 FAX (407) 048-2400 (407) 422-5454 Or Commen

MILIOER HONNERONN & RUFLES, P.A.
ATTORNEYS AT LAW
BARGSTEINS HULLDING, NUTTE 1000
1015 FORDS PLAUS - P.O. BOX 09-4-106
WEST PALSI HEACH, PL 19/109-4-106

February 23, 1996

3000011725015 -02/27/96--01064--002 ****122.50 ****122.50

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

Re: SPIRIT PRODUCTIONS, INC.
Our File No: CP-96088

Dear Sir or Madam:

Enclosed is an original and one copy of the Articles of Incorporation for SPIRIT PRODUCTIONS, INC., together with a check in the amount of \$122.50 to cover the following:

File Articles of Incorporation
 Certified Copy of Articles of Incorporation
 Registered Agent Fee
 35.00
 \$122.50

Please provide me with a certified copy of the Articles of Incorporation in the enclosed envelope.

Thank you for your assistance,

Very truly yours,

Diane B. Pou

Assistant to James A. McNabb, Jr.

789,502,67/ N96-1646

dbp

enclosures as stated

ane B. Por



FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

March 1, 1996

DIANE B. POU TRICKEL, LEIGH & MANN, P.A. 39 WEST PINE STREET ORLANDO, FL 32801-2695

SUBJECT: SPIRIT PRODUCTIONS, INC.

Ref. Number: W96000004640

We have received your document for SPIRIT PRODUCTIONS, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

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) 487-6972.

Doris Brown Document Specialist

Letter Number: 196A00009167

Mark you B Par

SPIRIT THEATER, INC.

ARTICLES OF INCORPORATION

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

ARTICLE 1.

The name of the corporation shall be SPIRIT THEATER, INC.

ARTICLE 2. ADDRESS - REGISTERED AGENT

The principal place of business and mailing address of this corporation shall be:

807 South Orlando Avenue, Suite N Winter Park, Florida 32789

and the name of the initial registered agent of the corporation at that address is:

Tim Glancey

ARTICLE 3. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business remitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE 4. 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 \$1.00 par value.

ARTICLE 5. TERM OF EXISTENCE

This corporation shall exist perpetually.

ARTICLE 6. PREEMPTIVE RIGHTS

On the issuance of any new stock of this corporation, each shareholder holding stock of the same kind, class, or series being issued shall have the right to acquire his pro-rata share thereof at the price and on the terms at which it is offered to others.

ARTICLE 7. OFFICERS AND DIRECTORS

This corporation initially shall have two directors. The names and street address of the initial directors and the initial officers who shall hold office for the first year of the corporation, or until successors are elected or appointed, are:

Director/CEO

Tim Glancey

807 South Orlando Avenue, Suite N

Winter Park, Florida 32789

President

Cheryl Painter

807 South Orlando Avenue, Suite N

Winter Park, Florida 32789

ARTICLE 8, INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation are as follows:

Tim Glancey 807 South Orlando Avenue, Suite N Winter Park, Florida 32789

IN WITNESS WHEREOF, the undersigned has hereunto set his hand and seal this day of day of 1996.

TUM GLANCEY, Incorporator

STATE OF FLORIDA COUNTY OF ORANGE

I HE County and S who is	REBY CERTIFY that on this State aforesaid to take acknow	day, before me, an officer duly au wledgments, personally appeared TI	thorized in the M GLANCEY,
	well known to me, or who producedand who DID-/-DID-NOT	take an oath,	as identification,
THEATER, IN	described in and who executed and he acknowledged before expressed.	ted the foregoing Articles of Incorp fore me that he executed the same t	poration of SPIRIT for the uses and
Done	this 6" day of Maco	, 1996.	
		Dani Male	
		(Notary Public Signature)	
		(Notary Public Printed Name) Notary Public	
		My Commission Expires:	J A MCNABB My Commission CC370266 Expires May, 15, 1998 Bonded by ANB 800-852-5876

ACCEPTANCE OF REGISTERED AGENT DESIGNATED IN ARTICLES OF INCORPORATION

Oir

SPIRIT THEATER, INC.

TIM GLANCEY, having a business address identical with the registered office of SPIRIT THEATER, INC., the corporation named above, and having been designated as the Registered Agent in the Articles of Incorporation of said corporation, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

Minch 7, 1996

TIM GLANCEY