

# **CAPITAL CONNECTION, INC.**

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904)224-8870  
 Mailing Address: Post Office Box 10349, Tallahassee, FL 32302  
 TOLL FREE No. 1-800-342-8062  
 FAX (904) 222-1222

NAME \_\_\_\_\_  
 FIRM \_\_\_\_\_  
 ADDRESS \_\_\_\_\_  
 \_\_\_\_\_  
 \_\_\_\_\_

PHONE ( ) \_\_\_\_\_

Service: Top Priority \_\_\_\_\_ Regular \_\_\_\_\_  
 One Day Service Two Day Service

To us via \_\_\_\_\_ Return via \_\_\_\_\_

Matter No.: \_\_\_\_\_ Express Mail No. \_\_\_\_\_

State Fee \$ \_\_\_\_\_ Our \$ \_\_\_\_\_

**P96000031230**

No. 52703

RE: Superchannel  
Centre, TVSG APR 10 AM 11:40

Id. C. FREE BY DISBURSED  
 TALLAHASSEE, FLORIDA

☒ Capital Express™  
☐ Art. of Inc. File \_\_\_\_\_  
☐ Corp. Record Search \_\_\_\_\_  
☐ Ltd. Partnership File \_\_\_\_\_  
☒ Foreign Corp. File \_\_\_\_\_  
☐ ( ) Cert. Copy(n) \_\_\_\_\_  
  
☐ Art. of Amend. File \_\_\_\_\_  
☐ Dissolution/Withdrawal \_\_\_\_\_  
☐ C U S- \_\_\_\_\_  
☐ Fictitious Name File \_\_\_\_\_  
  
☐ Name Reservation \_\_\_\_\_  
☐ Annual Report/Reinstatement \_\_\_\_\_  
☐ Reg. Agent Service \_\_\_\_\_  
☐ Document Filing \_\_\_\_\_  
  
☐ Corporate Kit \_\_\_\_\_  
☐ Vehicle Search \_\_\_\_\_  
☐ Driving Record \_\_\_\_\_  
☐ Document Retrieval \_\_\_\_\_  
  
☐ UCC 1 or 3 File \_\_\_\_\_  
☐ UCC 11 Search \_\_\_\_\_  
☐ UCC 11 Retrieval \_\_\_\_\_  
☐ File No.'s, Copies \_\_\_\_\_  
☐ Courier Service \_\_\_\_\_  
☐ Shipping/Handling \_\_\_\_\_  
☐ Phone ( ) \_\_\_\_\_  
☐ Top Priority \_\_\_\_\_  
☐ Express Mail Prep. \_\_\_\_\_  
☐ FAX ( ) pgs. \_\_\_\_\_

700001775107  
 -04/10/96--01018--004  
 \*\*\*\*\*122.50 \*\*\*\*\*122.50

## **SUBTOTALS**

FEE.....	\$ 9.46
DISBURSED.....	\$
SURCHARGE.....	\$
TAX on corporate supplies.....	\$
SUBTOTAL.....	\$
PREPAID.....	\$
BALANCE DUE.....	\$

REQUEST	TAKEN	CONFIRMED	APPROVED
DATE	_____	_____	_____
TIME	_____	_____	CK No. _____
BY	_____	_____	_____

WALK-IN Will Pick Up 4/10 12:00

Please remit invoice number with payment  
 TERMS: NET 10 DAYS FROM INVOICE DATE  
 1 1/2% per month on Past Due Amounts  
 Past 30 Days, 18% per Annum.

THANK YOU  
 from  
 Your Capital Connection

**ARTICLES OF INCORPORATION OF  
SUPERCHANNEL CENTRE, INC.**

**FILED**

96 APR 10 AM 11:49

The undersigned, desiring to form a corporation under the laws of the State of Florida, by and under the provisions of Section 607 of the Statutes of the State of Florida providing for the formation, liabilities, rights and privileges and immunities of corporations, certifies that:

**ARTICLE I - NAME**

The name of this corporation is SUPERCHANNEL CENTRE, INC.

**ARTICLE II - DURATION**

This corporation shall have perpetual existence commencing the 10th day of April, 1996.

**ARTICLE III - PURPOSE**

This corporation is formed and shall be exclusively administered and operated to hold title to property, collect income therefrom, and turn over the entire amount thereof, less expenses, to Associated Christian Television System, Inc. (ACTS), an organization exempt from income tax under Section 501(c)(3) of the Internal Revenue Code of 1986, in order to further the religious, charitable and educational purposes of ACTS.

In order to carry out the foregoing purposes:

A. This corporation shall have all powers granted to any corporation organized under the general laws of the State of Florida and of the United States including the power to sue and be sued, initiate legal action, and make contracts.

B. This corporation may receive property by devise or bequest, subject to the laws regulating the transfer of

property by will, and otherwise acquire and hold all property, real, personal or mixed, including shares of stock, bonds and securities of other corporations; act as trustee under any trust whose objects are related to the principal purposes of the Corporation, and receive, hold administer and expend funds and property subject to such trust; convey, exchange, lease, mortgage, encumber, transfer upon trust or otherwise dispose of all property, real, personal or mixed; borrow money, contract debts and issue bonds, notes and debentures, and secure the payment of and performance of its obligations; and do all other acts necessary or expedient for the administration of the affairs and attainment of the purposes of the corporation.

C. More specifically, this Corporation shall be empowered:

1. To provide a building or buildings, together with office equipment, whether by purchase, rent or lease, to carry out the purposes of the Corporation.
2. To employ persons to help accomplish the goals and purposes of the Corporation.
3. To solicit and raise money for any of the purposes of the Corporation in any manner permitted by law.
4. To enter into such contracts and make such negotiable instruments as may be necessary or desirable

to carry out the purposes for which this corporation is formed, subject to the laws of the State of Florida.

D. To carry out all or any part of the aforesaid purposes, and to conduct the affairs of this Corporation, and to exercise all or any part of the aforesaid powers and purposes as set forth in each and all of the foregoing clauses of these Articles of Incorporation in any and all states of the United States of America and in foreign countries and to maintain offices, branches and agencies therein.

It is the intention that none of the powers defined in any of the foregoing clauses of these Articles of Incorporation shall be in any wise limited or restricted by reference to or inference from, the terms of any other clause, but that the powers defined in each such clause shall be regarded as independent powers. It is also the intention that the Corporation shall be authorized to exercise and enjoy all of the powers, rights and privileges granted to, or conferred upon corporations by the laws of the State of Florida, and that the enumeration of certain powers as herein defined is not intended as exclusive of, or as a waiver of any other powers, rights or privileges or conferred by the laws of the State of Florida now or hereafter in force.

#### **ARTICLE IV - CAPITAL STOCK**

This corporation is authorized to issue one thousand (1000) shares of common stock, each having \$1.00 par value, which shall be designated common shares.

#### **ARTICLE V - ADDRESS AND INITIAL REGISTERED AGENT**

The initial address of the registered office and principal address of this corporation is 4520 Parkbrooze Court, Orlando, Florida 32808, and the name of the initial registered agent of this corporation at that address is Claud Bower.

#### **ARTICLE VI**

Notwithstanding any other provision of these Articles, the Corporation shall not conduct or carry on any activities not permitted to be conducted or carried on by an organization exempt under Section 501(c)(2) of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent tax laws.

#### **ARTICLE VII**

Within a reasonable period after the end of each fiscal year and the completion of an independent audit conducted in accordance with generally accepted auditing standards, the Corporation shall pay to Associated Christian Television System, Inc. all of its net income, as determined in accordance with federal tax law applicable to Section 501(c)(2) of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax laws.

#### **ARTICLE VIII - DISSOLUTION**

Upon the dissolution of the corporation or the winding up of its affairs, the assets of the Corporation shall be distributed to Associated Christian Television System, Inc.

#### **ARTICLE IX - AMENDMENT**

This Corporation reserves the right to amend, alter, change or repeal any provision or provisions contained in these Articles of

Incorporation in the manner now or hereinafter authorized by law for amendments of Articles of Incorporation.

#### ARTICLE X - DIRECTORS

The business of the Corporation shall be carried on through its Board of Directors; the manner of their election or appointment other than the initial Board of Directors provided for herein, shall be as provided in the Bylaws. The private property of the Incorporator, directors, or officers shall not be subject to the payment of corporation debts to any extent whatever. In furtherance and not in limitation of the powers conferred by statute, the Corporation is expressly authorized to carry on its business and to hold annual or special meetings of its Board of Directors in any of the states, territories, districts, or possessions of the United States. The number of Directors of the Corporation shall be five (5) which number may be changed pursuant to the Bylaws of the corporation, but which shall never be less than three (3). The names and addresses of the initial directors who shall act until the first annual meeting or until their successors are duly chosen and qualified are:

CLAUD BOWERS	4520 Parkbreeze Court Orlando, Florida 32808
FREEDA BOWERS	4520 Parkbreeze Court Orlando, Florida 32808
P.B. HOWELL, JR.	1029 W. Magnolia Leesburg, Florida 34748
JOHN E. JONES	5200 S. Hwy. 17-92 Casselberry, Florida 32707

STEPHEN W. BEIK

1101 N. Lake Destiny Drive  
Suite 130  
Maitland, Florida 32751

**ARTICLE XI - SUBSCRIBERS**

The names of the subscribers of these Articles of Incorporation and a statement as to the number of shares of stock which it agrees to take is as follows:

ASSOCIATED CHRISTIAN TELEVISION SYSTEM, INC. - 1000 Shares

**ARTICLE XII - BY-LAWS**

The power to adopt, alter, amend or repeal by-laws of this corporation shall be vested in the Board of Directors and the Shareholders.

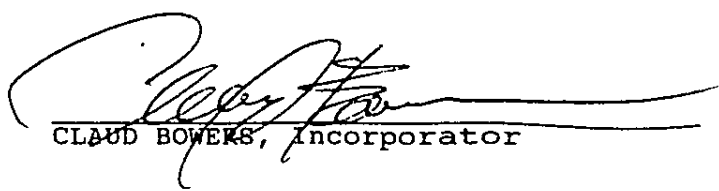
**ARTICLE XIII - DIRECTORS COMPENSATION**

The Shareholders of this corporation shall have the exclusive authority to fix the compensation of the Directors of this Corporation.

**ARTICLE XIV - INCORPORATOR**

The name and address of the incorporator to these Articles of Incorporation is Claud Bowers, 4520 Parkbreeze Court, Orlando, Florida 32808.

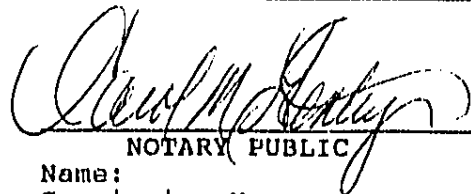
IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 9th of April, 1996.

  
CLAUD BOWERS, incorporator

STATE OF FLORIDA

COUNTY OF ORANGE

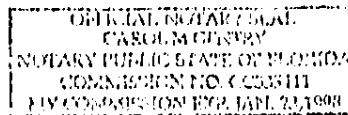
The foregoing instrument was acknowledged before me on this 9th day of April, 1996, by CLAUD BOWERS, (✓) who is personally known to me or ( ) who has produced \_\_\_\_\_ as identification.

  
\_\_\_\_\_  
NOTARY PUBLIC

Name:

Commission No:

My Commission Expires:





FILED

96 APR 10 AM 11:49

DEPT. OF STATE  
TALLAHASSEE, FLORIDA

**CERTIFICATE OF DESIGNATION**  
**REGISTERED AGENT/REGISTERED OFFICE**

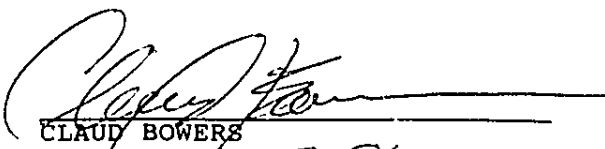
Pursuant to the provisions of Section 607,0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida:

1. The name of the corporation is: SUPERCHANNEL CENTRE, INC.
2. The name and address of the registered agent is: CLAUD BOWERS, 4520 Parkbreeze Court, Orlando, Florida.

  
CLAUD BOWERS  
Title: President

Date: 4-9-96

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.

  
CLAUD BOWERS

DATE: 4-9-96