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Studio 104, Inc.

ROGER W. GOODMAN
SSN 131-80-4028
46 MAGNOLIA AVENUE
SHALIMAR, FL 32579
11m 657-1761

1667
61-7595/2622

3 APR 1996

Pay to the order of Studio 104, Inc. \$122⁵⁰
One hundred twenty two and 50/100 Dollars

MAX FEDERAL CREDIT UNION
MONTGOMERY, ALABAMA

For Deborah

⑆262275958⑆ 701991364707⑈ 1667

SECURITY FEATURES
Included
Details on back

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FILED

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

DMC
4/25/96

ARTICLES OF INCORPORATION

OF

STUDIO 104, INC.

FILED

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE ONE - NAME

The name of this corporation is Studio 104, Inc. (hereinafter referred to as the "Corporation").

ARTICLE TWO - DURATION

The Corporation shall exist perpetually, commencing upon the filing of the Articles of Incorporation with the Department of State.

ARTICLE THREE - PURPOSE

The Corporation is organized for the purpose of transacting any or all lawful business not inconsistent with the laws of the State of Florida.

ARTICLE FOUR - CAPITAL STOCK

The Corporation is authorized to issue 1,000 shares of One Dollar (\$1.00) par value common stock.

ARTICLE FIVE - PREEMPTIVE RIGHTS

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

ARTICLE SIX - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the Corporation is 151

Mary Esther Cutoff, Suite 104, Mary Esther, FL 32569, and the initial registered agent of the Corporation at that address is Roger W. Goodman.

ARTICLE SEVEN - INITIAL PRINCIPAL OFFICE

The street address of the initial principal office of the Corporation is 151 Mary Esther Cutoff, Suite 104, Mary Esther, FL 32569; and the mailing address is 46 Magnolia Ave., Shalimar, FL 32579.

ARTICLE EIGHT - INITIAL BOARD OF DIRECTORS

The Corporation shall have two (2) directors initially. The number of directors may be either increased or diminished from time to time by the by-laws, but shall never be less than one. The names and addresses of the initial directors of the Corporation are Roger W. Goodman, 46 Magnolia Ave., Shalimar, FL 32579 and Carol A. Goodman, 46 Magnolia Ave., Shalimar, FL 32579.

ARTICLE NINE - INCORPORATOR

The name and address of the person signing these articles is as follows:
Roger W. Goodman, 46 Magnolia Ave., Shalimar, FL 32579.

ARTICLE TEN - BYLAWS

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

ARTICLE ELEVEN - SECTION 1244 STOCK

It is the intent of this charter that the Directors may sell the capital stock of the Corporation in accordance with the conditions of Sections 1242-1244, inclusive, of the Internal Revenue Code of 1986, as amended.

ARTICLE TWELVE - INDEMNIFICATION

The corporation shall indemnify any Officer or Director or any former officer or director, to the full extent permitted by law.

ARTICLE THIRTEEN - AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, by a majority vote of the Board of Directors, and any right conferred upon the shareholders is subject to this reservation.

The undersigned has executed these Articles of Incorporation on this 23 day of APRIL, 1996.



ROGER W. GOODMAN

FILED

CERTIFICATE DESIGNATING REGISTERED OFFICE OR DOMICILE FOR
THE SERVICE OF PROCESS WITHIN THIS STATE AND NAMING REGISTERED
AGENT UPON WHOM PROCESS MAY BE SERVED TALLAHASSEE, FLORIDA

96 APR 24 PM 3:28


In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

Studio 104, Inc. (the "Corporation"), desiring to organize under the laws of the State of Florida, with its registered office, as indicated in its Articles of Incorporation, at 151 Mary Esther Cutoff, Suite 104, Mary Esther, FL 32569, has named Roger W. Goodman, as its agent to accept service of process within this State.

ACKNOWLEDGMENT

Having been named to accept service of process for the above-stated Corporation, at the place designated in this certificate, I heroby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open of said office.

Dated: 23 APR 96



ROGER W. GOODMAN