

# P960000 38345

## 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

52504

RE:

*Misty Paradise Productions*  
*Inc*

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 \$ \_\_\_\_\_

*Bmc*  
*5/9*

REQUEST	TAKEN	CONFIRMED	APPROVED
DATE	<i>5/3</i>		
TIME	<i>9:30</i>		CK No. _____
BY	<i>JD</i>		

WALK-IN  
 Will Pick Up \_\_\_\_\_

C.C. FEE. DISBURSED

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

SUBTOTALS

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

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

FILED

ARTICLES OF INCORPORATION 96 MAY -3 AM 9:43  
OF  
MISTY PARADISE PRODUCTIONS, INC. SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLE I**  
Name

The name of the Corporation shall be: Misty Paradise Productions, Inc.

**ARTICLE II**  
Address

The mailing address and address of the principal office of the Corporation is: 47 South Palm Avenue, Suite 206, Sarasota, Florida 34236.

**ARTICLE III**  
Duration

The Corporation shall have perpetual existence commencing on the date of filing hereof.

**ARTICLE IV**  
Purpose

The Corporation may engage in any activity or business permitted under the laws of the United States of America and of the State of Florida.

**ARTICLE V**  
Capital Stock

The Corporation is authorized to issue one class of shares, which shall be called common shares. Common shares shall have unlimited voting rights and shall be entitled to receive the net assets of the Corporation upon dissolution. The Corporation is authorized to issue Ten Thousand (10,000) common shares with no par value.

**ARTICLE VI**  
Initial Registered Office and Agent

The name and street address of the initial registered agent and office of the Corporation is:

Name

Address

Thomas B. Luzier, Esq.

2440 Tamiami Trail North, Nokomis, Florida 34275

**ARTICLE VII**  
**Initial Board of Directors**

The Corporation shall have two (2) Directors initially. The number of Directors may be increased or diminished from time to time according to the provision for such in the Bylaws of the Corporation, but shall never be less than one (1). The names and addresses of the Initial Directors of the Corporation are:

<u>Name</u>	<u>Address</u>
Thomas Garrett	47 S. Palm Avenue, Suite 206, Sarasota, FL 34236
John Cadenhead	47 S. Palm Avenue, Suite 206, Sarasota, FL 34236

**ARTICLE VIII**  
**Bylaws**

The Bylaws of the Corporation may be adopted, altered, amended, or repealed by either the Stockholders or Directors of the Corporation.

**ARTICLE IX**  
**Indemnification**

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

**ARTICLE X**  
**Incorporator**

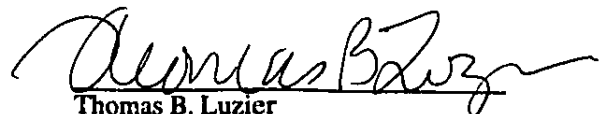
The name and address of the person signing these Articles of Incorporation is:

<u>Name</u>	<u>Address</u>
Thomas B. Luzier, Esq.	2440 Tamiami Trail North, Nokomis, Florida 34275

**ARTICLE XI**  
**Amendment**

The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment to them, and any right conferred upon the Shareholders is subject to this reservation.

**IN WITNESS WHEREOF**, the undersigned has executed these Articles of Incorporation this 2nd day of May, 1996.

  
Thomas B. Luzier

FILED

ACCEPTANCE BY REGISTERED AGENT

96 MAY -3 AM 9:43

I, THE UNDERSIGNED PERSON, HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE-STATE INCORPORATION, 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 RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

DATED THIS 2nd DAY OF MAY, 1996.

By: Thomas B. Luzier  
Thomas B. Luzier, Esq.  
(Registered Agent)

STATE OF FLORIDA  
COUNTY OF SARASOTA

The foregoing instrument was acknowledged before me this 2nd day of May, 1996, by THOMAS B. LUZIER, ESQ., who is personally known to me and who did not take an oath.

[SEAL]

NOTARY PUBLIC

Sign:

Print:

John F. Robenalt  
John F. Robenalt  
State of Florida at Large  
My Commission Expires:

OFFICIAL NOTARY SEAL  
JOHN F. ROBENALT  
NOTARY PUBLIC STATE OF FLORIDA  
COMMISSION NO. CC216606  
MY COMMISSION EXP. JULY 20, 1996