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J. MARVIN GUTHRIE, P. A.

ATTORNEY AT LAW

SOUTH 101 THOMPSON EXECUTIVE CENTER  
1200 MYRTLE AVENUE SOUTH  
CLEARWATER, FLORIDA 34610

J. MARVIN GUTHRIE  
BOARD CERTIFIED IN TAXATION

RECEIVED  
MAY - 6 PM 3:30  
TELEPHONE  
(813) 440-0000  
FAX  
(813) 440-0001

April 29, 1996

400001811074  
-05/07/96--01083--004  
\*\*\*\*122.50 \*\*\*\*122.50

Corporate Records Bureau  
Division of Corporations  
Department of State  
409 E. Gaines Street  
Tallahassee, FL 32301

Re: Take it from the Top Productions, Inc.

Dear Sir or Madam:

Enclosed herewith for filing are the Articles of Incorporation and designation of Registered Agent for the above-referenced corporation.

Also enclosed is this firm's check made payable to your order in the amount of \$122.50 to cover the following:

Filing Fee	\$ 35.00
Registered Agent Fee	35.00
Certified Copy	<u>52.50</u>
	\$122.50

We would appreciate your forwarding the certified copy of the Articles to this office.

Very truly yours,

*J. Marvin Guthrie*  
J. Marvin Guthrie<sup>s</sup>

JMG:scd  
Enclosures  
cc: Jeffrey A. Jablow

5/10

**ARTICLES OF INCORPORATION  
OF  
TAKE IT FROM THE TOP PRODUCTIONS, INC.**

RECEIVED  
DIVISION OF CORPORATIONS  
96 MAY -6 PM 2:26

**I.**

**NAME.**

The name of this corporation shall be TAKE IT FROM THE TOP PRODUCTIONS, INC., and the initial principal office and mailing address of the corporation shall be 211 Pasadena Avenue North, #102, St. Petersburg, FL 33710.

**II.**

**PURPOSE**

This corporation is organized to engage in any activity of business permitted under the laws of the United States or of this State.

**III.**

**TERM OF EXISTENCE**

This corporation shall begin existence as of the date of filing and shall exist perpetually.

**IV.**

**CAPITAL STOCK**

This corporation is authorized to issue ten thousand (10,000) shares of \$1.00 par value.

V.

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 211 Pasadena Avenue North, #102, St. Petersburg, Florida 33710 and the name of the initial registered agent of this corporation at that address is Jeffrey A. Jablow.

VI.

INITIAL BOARD OF DIRECTORS

This corporation shall have two directors initially. The number of directors may be either increased or diminished from time to time by the Bylaws but shall never be less than one. The names and addresses of the initial directors of this corporation are:

Jeffrey A. Jablow	211 Pasadena Avenue North #102, St. Petersburg, FL 33710
John A. Buss	3858 Haven Drive New Port Richey, FL 34652

VII.

INCORPORATOR

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

Jeffrey A. Jablow	211 Pasadena Avenue North St. Petersburg, FL 33710
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VIII.

INDEMNIFICATION

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

IX.

AMENDMENT

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

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 27<sup>th</sup> day of April, A.D. 1996.

  
Jeffrey A. Jablow

STATE OF FLORIDA  
COUNTY OF PINELLAS

BEFORE ME, a Notary Public authorized to take acknowledgments in the County and State aforesaid, personally appeared Jeffrey A. Jablow, to me known to be the person described in and who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed the same.

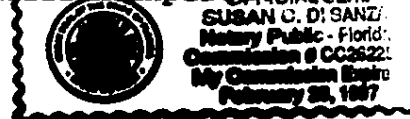
WITNESS my hand and official seal in the County and State last aforesaid, this 27<sup>th</sup> day of April, A.D. 1996.

  
(signature)

Susan C. Di Sanza  
(printed name)

NOTARY PUBLIC

My Commission Expires



CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE  
SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM  
PROCESS MAY BE SERVED.

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

First -- That TAKE IT FROM THE TOP PRODUCTIONS, INC.  
desiring to organize under the laws of the State of Florida  
with its principal office, as indicated in the Articles of  
Incorporation at City of St. Petersburg, Florida, County of  
Pinellas, State of Florida, has named Jeffrey A. Jablow, 211  
Pasadena Avenue, North, #102, St. Petersburg, Florida 33710,  
County of Pinellas, State of Florida, as its agent to accept  
service of process within this state.

ACKNOWLEDGMENT: (Must be signed by Designated Agent)

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

BY:

  
Jeffrey A. Jablow

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
96 MAY -6 PM 2:26