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Examiner's Initials

CR2E031(1/95)

FILED

96 JUL -5 AH 10: 19

To: Kim Roth

Florida Department of State

Division of Corporations

SECRETARY OF STATE TALLAHASSEE, FLORIDA

From: Barbara Pierce

AWARD PERFORMANCES, INC.

Re: Articles of incorporation

AWARD PERFORMANCES - (Originally filed as APPLAUSE

PERFORMANCES)

Enclosed herewith are the revised Articles that we discussed on Monday. Thank you for your assistance with the name change and revisions.

Barbara Pierco 7/2196 407-586-7748



#### FLORIDA DEPARTMENT OF STATE Sundru B. Morthum Sucretury of State

June 20, 1996

BARBARA PIERCE 7830 PINE TREE LANE WEST PALM BEACH, FL 33406

SUBJECT: APPLAUSE PERFORMANCES, INC.

Ref. Number: W96000013115

We have received your document for APPLAUSE PERFORMANCES, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

According to section 607.0202(1)(b) or 617.0202(1)(b), Florida Statutes, you must list the corporation's principal office, and if different, a mailing address in the document. If the principal address and the registered office address are the same, please indicate so in your document.

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 filling of your document, please call (904) 487-6052.

Kimberly Rolfe Document Specialist

Letter Number: 096A00030614

#### ARTICLES OF INCORPORATION

OF

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AWARD PERFORMANCES, INC.

**ARTICLE I** 

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SECRETARY OF STATE TALLAHASSEE, FLORIDA

The name of the Corporation shall be AWARD PERFORMANCES, INC.

#### **ARTICLE II**

The principal office and malling address of the Corporation is
7830 Pine Tree Lane
West Palm Beach, FI 33406

#### ARTICLE III

The incorporators of the Corporation are:

Stuart Schurman 7380 Pine Tree Lane West Palm Peach, FI 33406 Barbara Pierce 7830 Pine Tree Lane West Palm Beach, Fi 33406

#### **ARTICLE IV**

#### **PURPOSE**

The purpose for which the Corporation is organized is the transaction of any or all lawful business for which corporations may be incorporated under the laws of the State of Florida, as they may be amended from time to time.

## ARTICLE V INITIAL BUSINESS

The initial businuss of the Corporation is to provide entertainment and entertainment associated services.

## BOARD OF DIRECTORS

The Initial board of Directors shall consist of two (2) directors. The persons who are to serve as Directors until the first annual meeting of shareholders or until their successors are elected and qualified are:

Stuart Schurman

Barbara Pierce

#### NUMBER OF DIRECTORS

The number of persons to serve on the Board of Directors shall be fixed by the Bylaws.

## ARTICLES VII

The Corporation shall have authority to issue one hundred (100) shares of common stock without Par Value.

#### PRE-EMPTIVE RIGHTS

The holders from time to time shall have pre-emptive rights as to the common stock then or thereafter authorized to be issued, including Treasury stock. No resolution of the Board of Directors authorizing the issuance of stock to which preemptive rights shall attach may require such rights to be exercised within less than sixty (60) days.

## ARTICLE VIII DISTRIBUTION FROM CAPITAL SURPLUS

The board of Directors of the Corporation may, from time to time, distribute on a pro rata basis to its shareholders out

Officers, Employees and Agents against all expenses incurred by them, and each of them, including but not limited to legal fees, Judgments, penalties and amounts paid in settlement or compromise. which may arise or be incurred, rendered or levied in any way, legal action brought or threatened against any of them for an account of any action or omission alleged to have been committed while acting within the scope of employment as Director, Officer, Employee or Agent of the Corporation, whether or not any action is or has been filed against them and whether legal action brought or threatened is by or in the right of the Corporation, or by another person. Whenever any existing or former Director, Officer, Employee or Agent shall report to the President of the Corporation or the Chairman of the Board of Directors that he or she has incurred or may incur expenses, including but not limited to legal fees, judgments, penalties and amounts paid in settlement or compromise of a legal action brought or threatened against him or her for or on account of any action or ommission alleged to have been committed by him or her while acting within the scope of his or her employment as a Director, Officer, Employee or Agent of the Corporation, the Board of Directors shall, at its next regular or at a special meeting held within a reasonable time thereafter, determine in good faith, whether, in regard to the matter involved in the action or contemplated action, such person acted, failed to act, or refused to act willfully or with gross negligence or with fraudulent or criminal intent in regard to the matter involved in the action or contemplated action, indemnification shall be automatically extended as specified herein; provided, however, that no such indemnification shall be mandatory and shall be automatically extended

of the capital surplus of the Corporation a portion of its assets, in cash or property.

## ARTICLE IX CORPORATE OFFICERS

The officers of this Corporation shall consist of a President and a Secretary and such other other officers as the Board of Directors shall from time to time establish and appoint. Two or more of said officers may be held by one and the same person. The office of President and Secretary may be held by the same person.

Said officers shall be elected by the Board of Directors, either at their first meeting after their election at the annual shareholders' meeting, or at any subsequent meeting, and shall hold office for the term of one year and until their successor are elected and qualified.

Until the first meeting of the Directors after the first annual meeting of the stockholders, and until their successors shall have been elected and qualified, the following persons shall serve as Officers in the capacity indicated:

President

Secretary

**Barbara Pierce** 

Stuart Schurman

#### ARTICLE X

## INDEMNIFICATION OF OFFICERS, DIRECTORS, EMPLOYEES AND AGENTS

Subject to the further provisions hereof, the Corporation shall indemnify any and all of its existing and former Directors,

as specified herein; provided, however, that no such indemnification shall be available with respect to liabilities under the Securities Act of 1933, and provided further, that the Corporation shall have the right to refuse indemnification in any instance in which the person to whom indemnification would otherwise have been applicable shall have unreasonably refused to permit the Corporation, at its own expense and through counsel of its own choosing, to defend him or her in the action.

## ARTICLE XI PRIVATE PROPERTY

The private property of the incorporators, promoters, shareholders, directors, officers, employees and/or agents of this Corporation shall be forever exempt from Hability for all corporate debts and obligations of any kind whatsoever.

# ARTICLE XII

The name and address of the Initial statutory agent of the Corporation is:

Stuart Schurman 7830 Pine Trée Lane West Palm Beach, Florida 33406

Unit E

The undersigned incorporators have executed this Articles of incorporation this day of July. 1996.

Barbara Pierce

Stuart Schurman

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96 JUL -5 AH ID: 19
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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