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RAYMOND M. IVEY
MARILYN W. PETERSON
JOHN F. ROBCOW III
JOHN G. STINSON

SIGBURN L. SCRUGGS
1986 - 1983
PARKS M. CARMICHAEL
1989 - 1994
WILLIAM D. BRIDGEMAN
1933 - 1980
MICHAEL VAUGHN
1946 - 1982

RETIRED
RAY D. HELPLING
WILLIAM N. LONG

June 20, 1996

800001874116
-06/25/96--01016--002
*****70.00 *****70.00

Corporate Records Bureau
Division of Corporations
Department of State
Post Office Box 6327
Tallahassee, Florida 32301

EFFECTIVE DATE
7-1-96

Re: Rick's Video Plus Flicks, Inc.

Dear Sir or Madam:

Enclosed please find Articles of Incorporation for the above-referenced corporation. Please file same in your usual manner. I have enclosed a check in the amount of \$70.00 for filing fees and registered agent designation.

Sincerely yours,


Steven M. Chamberlain

SMC:lb
Enclosures

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 JUN 25 AM 9:47

W96-13413
W96-7-8-96



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

June 25, 1996

SCRUGGS & CARMICHAEL, P.A.
POST OFFICE BOX 23109
GAINESVILLE, FL 32602

SUBJECT: RICK'S VIDEO PLUS FLICKS, INC.
Ref. Number: W96000013413

We have received your document for RICK'S VIDEO PLUS FLICKS, 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):

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation"); and the registered agent's signature.

The registered agent must sign accepting the designation.

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

Vickie Whitfield
Corporate Specialist

Letter Number: 196A00031370

ARTICLES OF INCORPORATION OF
RICK'S VIDEO PLUS FLICKS, INC.

EFFECTIVE DATE
7-1-96

1. Name. The name of the corporation is: RICK'S VIDEO PLUS FLICKS, INC.
2. Purpose. The corporation may engage in any legal business.
3. Stock. The maximum number and class of shares of capital stock this corporation is authorized to have outstanding is 1,000 shares of common capital stock of a par value of \$1.00 per share. The corporation shall have a lien on its shares of stock for any debt or liability incurred to it by a stockholder before being notified of the transfer or levy on such shares.
4. Existence. The corporation shall have perpetual existence. The corporation shall commence existence on July 1, 1996.
5. Registered Agent. The initial street address in the State of Florida of the initial registered office of the proposed corporation is 17112 S.E. 148th Street, Hawthorne, Florida 32640 and the name of its initial registered agent at such address is Richard F. Griffis.
6. Location. The business address is 17112 S.E. 148th Street, Hawthorne, Florida 32640 and the mailing address is P. O. Box 110, Island Grove, Florida 32654.
7. Management. Business of the corporation shall be managed by the stockholder.
8. Incorporator. The name and address of the person signing these Articles of Incorporation as incorporator is as follows: Richard F. Griffis, P. O. Box 110, Island Grove, Florida 32654.

The undersigned, being the original incorporator and registered agent hereinbefore named, for the purpose of forming a corporation to do business both within and without the State of Florida, does make, subscribe, acknowledge and file these Articles, hereby declaring and certifying that the facts herein stated are true, that the undersigned is familiar with and accepts the duties and obligations as registered agent for said corporation and accordingly, has executed this document on this 17 day of June, 1996.


Richard F. Griffis
INCORPORATOR/REGISTERED AGENT

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
JUN 25 AM 9:47