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July 15, 1996

Corporate Records Bureau  
Division of Corporations  
Department of State  
P.O. Box 6327  
Tallahassee, FL 32301

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-07/17/96--01076--008  
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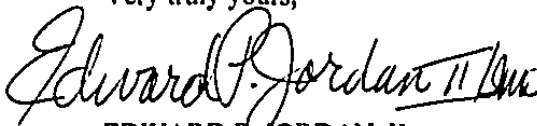
Re: *Articles of Incorporation for  
Clermont Dance Academy, Inc.  
Barbara M. Walters of Florida, Inc.*

Dear Sir/Madam:

Enclosed herewith are two (2) checks in the amounts of \$122.50 to cover the filing of the enclosed Articles of Incorporation for Clermont Dance Academy, Inc. and Barbara M. Walters of Florida, Inc. Please furnish the undersigned with a certified copy of the Articles of Incorporation.

Your prompt attention and cooperation will be appreciated.

Very truly yours,



EDWARD P. JORDAN, II

EPJ:imc

FILED  
96 JUL 17 PM 3:19  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

7-18-96  
JR

**ARTICLES OF INCORPORATION  
OF  
BARBARA M. WALTERS OF FLORIDA, INC.**

**THE UNDERSIGNED**, acting as sole incorporator of **BARBARA M. WALTERS OF FLORIDA, INC.** under Chapter 607 of the Florida Statutes, hereby adopts the following Articles of Incorporation for such corporation:

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLE I**

**Name**

The name of the corporation shall be **BARBARA M. WALTERS OF FLORIDA, INC.**

**ARTICLE II**

**Shares**

The number of shares which the corporation shall have authority to issue is Ten Thousand (10,000), consisting of a single class of common stock, One Cent (\$0.01) par value per share.

**ARTICLE III**

**Principal Office**

The address of the Principal Office of the corporation is 13735 First Street, Dade City, Florida, 33525. The location of the Principal Office shall be subject to change as may be provided in bylaws duly adopted by the corporation.

**ARTICLE IV**

**Mailing Address**

The mailing address of the corporation is 13735 First Street, Dade City, Florida, 33525.

## **ARTICLE V**

### **Initial Registered Office and Agent**

The and address of the initial Registered Office of the corporation is 13543 East Highway 50, Clermont, Florida 34711, and the initial Registered Agent at such address is Edward P. Jordan II, Esq.

## **ARTICLE VI**

### **Initial Board of Directors**


The number of Directors constituting the initial Board of Directors of the corporation is two. The number of Directors may be increased or decreased from time to time, but in no event shall the number of Directors be less than one (1). The person who is to serve as initial Director until the first annual meeting of the shareholders of the corporation or until such successor Directors are elected and shall qualify is Nora Lynn Riffe.

## **ARTICLE VII**

### **Incorporator**

The name and address of the sole incorporator of the corporation is: Edward P. Jordan II, Esq., whose address is 13543 East Highway 50, Clermont, Florida 34711.

**IN WITNESS WHEREOF**, these Articles have been signed by the undersigned incorporator this 22<sup>nd</sup> day of July, 1996.

  
Edward P. Jordan II, Esq.  
Incorporate

STATE OF FLORIDA       )  
COUNTY OF LAKE       )

Before me, the undersigned authority, personally appeared Edward P. Jordan II, Esq., personally known to me by the presentation of his Florida Driver's License, and who, after being duly sworn, acknowledged before me that he executed the foregoing freely and voluntarily for the purposes expressed herein and all statements are true and correct to the best of his knowledge and belief.

WITNESS my hand and official seal in the state and county above stated this 11<sup>th</sup> day of July, 1996.

Signature: Lori L. Campbell  
Print Name: Lori L. Campbell  
Title: Notary Public  
My Commission Expires:  
(SEAL)



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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ACCEPTANCE OF APPOINTMENT BY INITIAL  
REGISTERED AGENT**

**THE UNDERSIGNED**, an individual resident of the State of Florida, having been named in Article V of the foregoing Articles of Incorporation as initial Registered Agent at the office designated therein, hereby accepts such appointment and agrees to act in such capacity. The undersigned hereby states that he is familiar with, and hereby accepts, the obligations set forth in Section 607.0505, Florida Statutes, and the undersigned will further comply with any other provisions of law made applicable to him as Registered Agent of the corporation.

**DATED**, this 11<sup>th</sup> day of July, 1996.

**REGISTERED AGENT:**

Edward P. Jordan II  
EDWARD P. JORDAN II