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96 AUG 15 PM 4:15

PROFESSIONAL SERVICE ACCOUNT NO.

DIVISION OF CORPORATIONS

REFERENCE : 055296 4805939

AUTHORIZATION : Patricia Pysik

COST LIMIT : \$ 70.00

ORDER DATE : August 15, 1996

ORDER TIME : 2:58 PM

ORDER NO. : 055296

000001 923776

CUSTOMER NO: 4805939

CUSTOMER: Gary W. Huston, Esq
BEGGS & LANE

P. O. Box 12950

Pensacola, FL 32501

DOMESTIC FILING

NAME: FLAT EARTH SOCIETY OF THE
NEW WORLD, INC.

EFFECTIVE DATE:

☒ ARTICLES OF INCORPORATION
☐ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

☐ CERTIFIED COPY
☒ PLAIN STAMPED COPY
☐ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Carina L. Dunlap

EXAMINER'S INITIALS:

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 AUG 15 AM 11:37

8/16/96

ARTICLES OF INCORPORATION
OF

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 AUG 15 AM 11:37

FLAT EARTH SOCIETY OF THE NEW WORLD, INC.

I, the undersigned subscriber to these Articles of Incorporation, being a natural person competent to contract, do hereby make, subscribe, acknowledge, and file these Articles for the purpose of forming a corporation under the laws of the State of Florida.

ARTICLE I

The name of this corporation shall be Flat Earth Society of the New World, Inc.

ARTICLE II

The corporation shall have perpetual existence, beginning on the date of filing of these Articles of Incorporation in the Office of the Secretary of State of the State of Florida.

ARTICLE III

This corporation is organized for the purpose of transacting any and all lawful business, both within and without the State of Florida. Additionally, the general nature of the business or businesses to be transacted shall be:

- (a) To conduct, maintain, operate, and engage in business as a social and marketing club and to serve the general public as such.
- (b) To do all and everything necessary or proper for the accomplishment of the objects and purposes of the corporation, as determined by the corporation's Board of Directors in its

discretion and consistent with the laws of the State of Florida, or as necessary or incidental to the protection and benefit of the corporation, and in general to carry out any lawful business, regardless of whether such business is similar in nature to the objects as set forth herein, and in any part of the world, either as principal, agent, contractor, or otherwise, and either alone or in conjunction with any other persons, firm, associations, corporation, or other entities, both within and without the State of Florida, to the same extent as natural persons lawfully might or could do, insofar as acts may be permitted to be done by a corporation organized under the laws of the State of Florida.

ARTICLE IV

This corporation is authorized to issue one thousand (1,000) shares of common stock, each share having a par value of One Dollar (\$1.00). No shares without nominal or par value shall be issued.

ARTICLE V

Every shareholder, upon the sale for cash of any new stock of this corporation, shall have the right to purchase a pro rata share thereof, as nearly as may be done without issuance of fractional shares, at the price at which it is offered to others.

ARTICLE VI

The street address of the initial principal office of this corporation (and its mailing address) is 600 East Gregory Street, Pensacola, Florida 32501. The name of the initial registered agent of the corporation is William McGuire Martin, whose address is 600 East Gregory Street, Pensacola, Florida 32501.

ARTICLE VII

This corporation shall have one (1) director initially. The number of directors may

be either increased or decreased from time to time as provided in the Bylaws of the corporation.

ARTICLE VIII

The name and address of the incorporator is:

William McGuire Martin
60 East Gregory Street
Pensacola, Florida 32501

ARTICLE IX

These Articles of Incorporation may be amended upon receiving the affirmative vote of the holders of two-thirds of the shares then outstanding at any regular or special meeting of the stockholders upon advance notice given of the changes to be made, in accordance with the Bylaws of the corporation. Upon approval by the Secretary of State, any such amendment shall become and be taken as part of the original Articles of Incorporation.

ARTICLE X

The power to adopt, alter, amend, or repeal the Bylaws of the corporation shall be vested in the Board of Directors.

ARTICLE XI

At each election for directors, every shareholder entitled to vote at such election shall have the right to accumulate his vote by giving one candidate as many votes as the number of directors to be elected at that time, multiplied by the number of his shares, or by distributing such votes on the same principle among any number of such candidates.

ARTICLE XII

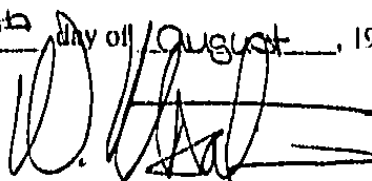
Special meetings of the shareholders may be called by the president and secretary of

the corporation, jointly, or by the Board of Directors, or by the holders of not less than thirty percent (30%) of the shares then outstanding.

ARTICLE XIV

This corporation shall have all of the corporate powers enumerated in the Florida General Corporation Act, Chapter 607, Florida Statutes, as such chapter presently exists or may hereafter be amended.

IN WITNESS WHEREOF, the undersigned, as Incorporator, has executed the foregoing Articles of Incorporation on this 13th day of August, 1996.



William McGuire Martin
Incorporator

STATE OF FLORIDA
COUNTY OF ESCAMBIA

The foregoing instrument was acknowledged before me this 13th day of August, 1996, by William McGuire Martin, who did not take an oath and who:

_____ is/are personally known to me.

✓ produced current Florida driver's license as identification.

_____ produced _____ as identification.



Teresa A. James
Notary Public

Teresa A. James
Name of Notary Printed
My Commission Expires: Nov 14, 1998

Commission Number: 425260

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN FLORIDA AND NAMING
AGENT UPON WHOM PROCESS MAY BE SERVED**

In compliance with § 607.0501, Florida Statutes, the following is submitted: That Flat Earth Society of the New World, Inc., desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at 600 East Gregory Street, Pensacola, Florida 32501, has named William McGuire Martin, a resident of Escambia County, Florida, whose business address is 600 East Gregory Street, Pensacola, Florida 32501, as its agent to accept service of process within Florida.

**FLAT EARTH SOCIETY OF THE NEW
WORLD, INC.**

By: _____

William McGuire Martin

ACCEPTANCE

Having been named to accept service of process for such corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.



William McGuire Martin

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 AUG 15 11:11:37

DEPARTMENT OF THE TREASURY
INTERNAL REVENUE SERVICE
ATLANTA GA 39901

DATE OF THIS NOTICE: 05-14-97
NUMBER OF THIS NOTICE: CP 875 A
EMPLOYER IDENTIFICATION NUMBER: 59-3444297
FORM: SS-4
0716823033

P9600068343

FLAT EARTH SOCIETY OF THE NEW
WORLD INC
600 E GREGORY ST
PENSACOLA FL 32501

FOR ASSISTANCE CALL US AT:
354-1760 LOCAL JACKSONVILLE
1-800-829-1040 OTHER FL

OR WRITE TO THE ADDRESS
SHOWN AT THE TOP LEFT.

IF YOU WRITE, ATTACH THE
STUB OF THIS NOTICE.

WE ASSIGNED YOU AN EMPLOYER IDENTIFICATION NUMBER (EIN)

Thank you for your Form SS-4, Application for Employer Identification Number (EIN). We assigned you EIN 59-3444297. This EIN will identify your business account, tax returns, and documents, even if you have no employees. Please keep this notice in your permanent records.

Use your complete name and EIN shown above on all federal tax forms, payments, and related correspondence. If you use any variation in your name or EIN, it may cause a delay in processing, incorrect information in your account, or cause you to be assigned more than one EIN.

If you're required to deposit for employment taxes (Forms 941, 943, 940, 945, CT-1, or 1042), excise taxes (Form 720), or income taxes (Form 1120), we will send an initial supply of Federal Tax Deposit (FTD) coupon books within five to six weeks. You can use the enclosed coupons if you need to make a deposit before you receive your supply.

Based on the information shown on your Form SS-4, you must file the following form(s) by the date we show.

Form 1120

05/09/97

If the due date has passed please complete the form and send it to us by 05-29-97. If we don't receive the form by that date additional penalties and interest will be charged. If you weren't in business or didn't hire employees for the tax period shown, please file the form showing that you have no liability.

If you need help in determining what your tax year is, you can get Publication 538, Accounting Periods and Methods, at your local IRS office.

If you have any questions about the forms shown or the date they are due, you may call us at 1-800-829-1040 or write to us at the address shown above.

Thank you for your cooperation.

mg
6-10-97