

P960000 72088

Change Number On

RECEIVED

96 AUG 29 AM 10:25

DIVISION OF CORPORATION

FILED  
96 AUG 29 PM 1:39  
TALLAHASSEE, FLORIDA

8-27-96 Shirley

Routman & Mellinger

Requestor's Name

100 N.E. 84 St. 2nd Fl.

Address

Miami, FL 33138

City

State

Zip

Phone

#757-5800

100001935391  
-08/29/96--01012-012  
\*\*\*\*122.50 \*\*\*\*122.50

CORPORATION(S) NAME

Demeboy Productions, Inc.

ENTERED DATE

8-27-96

☒ Profit

☐ NonProfit

☐ Amendment

☐ Merger

☐ Foreign

☐ Dissolution

☐ Mark

☐ Limited Partnership

☐ Annual Report

☐ Other

☐ Reinstatement

☐ Reservation

☐ Change of Registered Agent

☒ Certified Copy

☐ Photo Copies

☐ Certificate Under Seal

☒ Call When Ready

☐ Call If Problem

☐ After 4:30

☒ Walk In

☐ Will Wait

☒ Pick Up

☐ Mail Out

Name
Availability
Document
Examiner
Updater
Verifier
Acknowledgment
W.P. Verifier

P. CHESLER AUG 30 1996

CERTIFIED COPY

Empire Toll Free: 1-800-432-3028

ARTICLES OF INCORPORATION  
OF

DEMEBOY PRODUCTIONS, INC.

The undersigned, for the purposes of forming a corporation under the Florida General Corporation Act, hereby adopts the following Articles of Incorporation.

EFFECTIVE DATE  
8-27-94

ARTICLE I - NAME AND ADDRESS

The name of this corporation is DEMEBOY PRODUCTIONS, INC. and its business address is 1145 N.E. 136th Street, Miami, Florida 33161.

ARTICLE II - DURATION

This corporation shall have perpetual existence, commencing on the date of execution and acknowledgment of these Articles.

ARTICLE III - PURPOSE

The corporation may transact any and all lawful business for which corporations may be incorporated under the Florida General Corporation Act.

ARTICLE IV - CAPITAL STOCK

The aggregate number of shares which the corporation has the authority to issue one thousand (1,000), all of which shall be common shares with a par of One Dollar (\$1.00).

ARTICLE V - PRE-EMPTIVE RIGHTS

Every shareholder, upon the sale for cash any new stock of this corporation of the same kind, class or series as that which he or she already holds, shall have the right to purchase his or her pro rata share (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

FILED  
25 AUG 29 1994

**ARTICLE VI - INITIAL REGISTERED AGENT AND OFFICE**

DEMEBOY 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 1145 N.E. 136th Street, Miami, Florida 33161, has named ZACHARIE DALPE located at 1145 N.E. 136th Street, Miami, Dade County, Florida 33161, as its agent to accept service of process within this state.

**ARTICLE VII - INITIAL BOARD OF DIRECTORS**

This corporation shall have two (2) Directors initially who shall serve until his or her successors, if any, are elected at the shareholders' annual meeting. If and when so permanently constituted, the number of directors of the Board of Directors of the Corporation may be either increased or diminished from time to time in the by-laws but shall never be less than one. The name and addresses of the initial directors of this corporation are as follows:

ZACHARIE DALPE	1145 N.E. 136th Street Miami, Florida 33161
CHRISTOPHER DALPE	1145 N.E. 136th Street Miami, Florida 33161

**ARTICLE VIII - INCORPORATOR**

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

ZACHARIE DALPE  
1145 N.E. 136th Street  
Miami, Florida 33161

#### ARTICLE IX - BY-LAWS

The power to adopt, later, amend or repeal by-laws shall be vested in the shareholders of this corporation.

#### ARTICLE X - RESTRICTIONS ON TRANSFER OF STOCK

Shares of capital stock of this corporation shall be issued initially to the following persons and in the amount set opposite their names:

ZACHARIE DALPE	500
CHRISTOPHER DALPE	500

Shares held by the initial shareholders listed above may not be resold or otherwise transferred to other persons unless first offered to the remaining shareholder or to this corporation. The price and terms at which, and the time within which, those shares may be offered and sold shall be further specified by written agreement among all of the shareholders of this corporation.

#### ARTICLES XI - MANAGEMENT OF CORPORATION BY SHAREHOLDERS

All corporation powers shall be exercised by, or under the authority of, and the business affairs of this corporation shall be managed under the direction of, the shareholders of this corporation.

#### ARTICLE XII - MEETING BY CONFERENCE TELEPHONE

Shareholders, officers and directors of this corporation may participate in special or regular meetings of said individuals by means of conference telephone as provided by law.

#### ARTICLE XIII - INDEMNIFICATION

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

ARTICLE XIV - AMENDMENT

Amendments to the Certificates of Incorporation may be proposed by any member of the corporation and shall be adopted upon a majority vote of the shareholders.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 27th day of August, 1996.

Zacharie Dalpe  
ZACHARIE DALPE, Incorporator

STATE OF FLORIDA     )  
COUNTY OF DADE     )     SS:

BEFORE ME, a Notary Public authorized in the county and state set forth above, personally appeared ZACHARIE DALPE known to me be the person or who produced his driver's license as identification, who, as Incorporator, executed the foregoing Articles of Incorporation of DEMEOY PRODUCTIONS, INC. and he acknowledged that he executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the county and state last aforesaid, this 27th day of August, 1996.

Shirley E. Bristol  
SHIRLEY E. BRISTOL  
NOTARY PUBLIC, State of Florida  
My commission expires:



SHIRLEY E. BRISTOL  
My Commission 00477286  
Expires Jan. 28, 1998  
Bonded by H&A  
800-422-1882

ACCEPTANCE OF REGISTERED AGENT

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN ARTICLE VI OF THESE ARTICLES OF INCORPORATION, THE UNDERSIGNED HEREBY AGREES TO ACT IN THIS CAPACITY, AND

FURTHER AGREES TO COMPLY WITH THE COMPLETE DISCHARGE OF HIS DUTIES.

DATED THIS 27th DAY OF AUGUST, 1996.

Zacharie Dalpe  
ZACHARIE DALPE, Registered Agent

STATE OF FLORIDA )  
COUNTY OF DADE ) SS:

BEFORE ME, a Notary Public authorized in the county and state set forth above, personally appeared ZACHARIE DALPE known to me or who produced FL driver's license as identification and who executed the foregoing Acceptance of Registered Agent, and he acknowledged that he executed the same.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the county and state last aforesaid, this 27th day of August, 1996.

Shirley E. Bristol  
SHIRLEY E. BRISTOL  
NOTARY PUBLIC, State of Florida

My commission expires:



SHIRLEY E. BRISTOL  
My Commission CC477265  
Expires Jun. 28, 1999  
Bonded by HAI  
800-422-1855

FILED  
SSA 119 PM 1:39  
TALLAHASSEE, FLORIDA