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TRANSMITTAL

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Academy Entertainment Group, Inc
P. O. Box 532011
Orlando, FL 32853-2011

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

400001985744
-08/29/96--01054--017
****122.50 ****122.50

Please accept the enclosed Articles of Incorporation of Academy Entertainment Group, Inc and the enclosed check in the amount of \$122.50 for a certified copy of the Incorporation.

PTJ
9/4/96

**ARTICLES OF INCORPORATION
OF
ACADEMY ENTERTAINMENT GROUP, INC**

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation for profit under the laws of the State of Florida.

**ARTICLE I
NAME OF CORPORATION**

The name of this corporation shall be Academy Entertainment Group, Inc

**ARTICLE II
GENERAL NATURE OF BUSINESS**

The general nature of the business to be transacted by this corporation shall be sales and services for profit. It is intended that this corporation may conduct and transact any business lawfully authorized and not prohibited by Chapter 607, Florida Statutes, as the same may be from time to time amended. Provided, however, and notwithstanding the generality of the foregoing, this corporation does not conduct a banking, safe deposit, trust, insurance, surety, express, building and loan association, fraternal benefit society, state fair or exposition business.

**ARTICLE III
CAPITAL STOCK**

The maximum number of shares of capital stock that this corporation is authorized to issue and have outstanding at any time is Ten Thousand (10,000) shares of One dollar (\$1.00) per share. Initial amount issued is One Thousand (1,000) shares of One dollar (\$1.00) per share.

**ARTICLE IV
INITIAL CAPITAL**

The amount of capital with which this corporation will begin business shall be at least One Thousand dollars (\$1,000)

**ARTICLE V
TERMS OF EXISTENCE**

This corporation shall exist perpetually.

**ARTICLE VI
ADDRESS OF CORPORATION**

The initial street address of the principal office of this corporation in the State of Florida will be 9 South Hyer Orlando, FL 32801. The Board of Directors may from time to time move the principal office to any other address in Florida.

**ARTICLE VII
BOARD OF DIRECTORS**

The initial number of Directors of this corporation shall be four (4) directors. The number of directors may be increased or diminished from time to time by the By-Laws adopted by the stockholders, but shall never be less than one. The name and address of the initial members of the Board of Directors, to hold office for the first year of existence of this corporation or until their successors are elected or are appointed and has qualified is:

Name	Address
Franklin Craig Anglin President	7558 Suntree Circle Apt 67 Orlando, FL 32807
John Anderson Vice-President/Secretary	8049 Antibes Ct Orlando, FL 32825
Shane Lord Vice-President/Education	6002 Jennings Dr Orlando, FL 32808
David Van Houtte Vice-President/Treasurer	6002 Jennings Dr Orlando, FL 32808

**ARTICLE VIII
INCORPORATOR TO ARTICLES**

The name and address of the incorporator to these Articles of Incorporation is:

Name	Address
Franklin Craig Anglin	7558 Suntree Circle Apt 67 Orlando, FL 32807

**ARTICLE IX
AUTHORIZATION OF INCORPORATION**

This corporation shall be deemed to be in effect upon execution of these Articles of Incorporation.

**ARTICLE X
AMENDMENT TO ARTICLES**

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to stockholders, and approved at a stockholders meeting by the majority of the stock entitled to vote thereon, unless all the Directors and all the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this

27 day of August, 1996

Franklin Craig Anglin President, State of Florida, County BEFORE ME, the undersigned
authority, personally appeared.

Franklin Craig Anglin, known to me to be the person who executed the foregoing Articles of
Incorporation, and has acknowledged subscription of the said instrument subscription for the uses
and purposes set forth herein.

Franklin Craig Anglin

A 524-243-66-248-0

WITNESS my hand and official seal in the County and Seal last aforesaid this

27 day of August, 1996

Bridgit Ann Gallagher

NOTARY PUBLIC, STATE OF FLORIDA

My commission expires:



BRIDGIT ANN GALLAGHER
COMMISSION # CC 420534
EXPIRES NOV 14, 1998
BONDED THRU
ATLANTIC BONDING CO., INC.

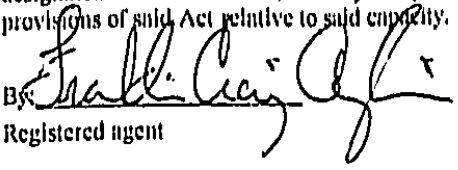
CERTIFICATE DESIGNATING PLACE OR BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

FILED
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TALLAHASSEE, FLORIDA

In pursuance of Chapter 48.091 (Florida Statutes), the following submitted in compliance with said: Academy Entertainment Group, Inc organization under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation, in the City of Orlando, FL, Orange County, State of Florida has named Franklin Craig Anglin 7558 Suntree Circle Apt 67 Orlando, FL 32807 its agent to accept service of process with the state.

ACKNOWLEDGMENTS

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby accept said designation, and agree to comply with the provisions of said Act relative to said capacity.

By: 
Registered agent

• P96000073306

ACADEMY ENTERTAINMENT GROUP, INC
P96000073306

THIS IS THE NEW STREET ADDRESS
OF THE PRINCIPAL OFFICE:

8049 ANTIBES COURT
ORLANDO, FL 32825

updated by 10/8