

P96000076074

W. Allen Jackson
Requestor's Name
4021 N. Armenia Ave. Suite 202
Address
Tampa FL 33607
City/State/Zip Phone #

900001939229
-09/05/96--01020--001
***125.00 ***125.00

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (If known):

1. WJAX, Inc. (Corporation Name) (Document #) EFFECTIVE DATE 8-30-96
2. (Corporation Name) (Document #)
3. (Corporation Name) (Document #)
4. (Corporation Name) (Document #)

RECEIVED
SEP -5 PM 2:22
TALLAHASSEE FLORIDA
STATE

- ☐ Walk in ☐ Pick up time ☐ Certified Copy
☐ Mail out ☐ Will wait ☐ Photocopy ☐ Certificate of Status

NEW FILINGS	
<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

W96-18586
(615)

Examiner's Initials	
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FLORIDA DEPARTMENT OF STATE
Sandra B. Northam
Secretary of State

September 5, 1996

W. ALLEN JACKSON
4021 N. ARMENIA AVENUE
SUITE 202
TAMPA, FL 33607

SUBJECT: WJAX, INC.
Ref. Number: W96000018586

We have received your document for WJAX, INC. and check(s) totaling \$125.00. However, the enclosed document has not been filed and is being returned to you for the following reason(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.

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) 487-6925.

Brenda Baker
Corporate Specialist

Letter Number: 996A00041600

Ms. Baker:

Your instructions on paragraph 2 were completed and signed document is enclosed.

Please process.

Thank you.

W. Allen Jackson

**ARTICLES OF INCORPORATION
OF
WJAX, INC.**

EFFECTIVE DATE
8-30-96

The undersigned incorporator subscribes to these Articles of Incorporation for the purpose of forming a corporation under the laws of the State of Florida.

ARTICLE I - NAME

The name of the corporation is: WJAX, Inc.

ARTICLE II - DURATION

This corporation shall have perpetual existence and shall commence existence on August 30, 1996, the date these Articles are subscribed.

ARTICLE III - PURPOSE

This corporation is organized for the purposes of business consulting, sales, executive recruiting, and for purposes of transacting any and all lawful business.

ARTICLE IV - CAPITOL STOCK

The common stock of this corporation shall be Ten Thousand (10,000) shares at no par value and 100 shares of preferred stock at a par value of One Hundred Dollars (\$100.00) each share.

ARTICLE V - VOTING RIGHTS

Except as otherwise provided by law, the entire voting power for the election of directors and for all other purposes shall be vested exclusively in the holder of the outstanding common shares.

ARTICLE VI - PREEMPTIVE RIGHTS

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

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TALLAHASSEE, FLORIDA

ARTICLE VII - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is;

4021 North Armenia Avenue, Suite 202
Tampa, Florida 33607

and the name of the initial registered agent of this corporation at that address is;

W. Allen Jackson

ARTICLE XIII - BOARD OF DIRECTORS

This corporation shall now have two (2) directors. The number of directors may be either increased or diminished from time to time by the by-laws but shall never be less than one

(1). The name and address of the directors of this corporation are;

W. Allen Jackson
4021 North Armenia Avenue, Suite 202
Tampa, Florida 33607

ARTICLE IX - INCORPORATOR

The name and address of the person signing these articles and amendments is;

W. Allen Jackson
4021 North Armenia Avenue, Suite 202
Tampa, Florida 33607

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TAMPA FLORIDA

ARTICLE X - BY LAWS

The power to adopt, alter, amend or repeal by-laws shall be vested in the board of directors and the shareholders.

ARTICLE XI - RESTRICTIONS OF TRANSFER OF STOCK

Shares of capital stock of this corporation according to the by-laws are in the amount set opposite his/her name.

2000 shares W. Allen Jackson

ARTICLE XII - CUMULATIVE VOTING

At each election for directors every shareholder entitled to vote at such election shall have the right to cumulate his votes 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 principal among any number of candidates.

ARTICLE XIII - CALLING OF SPECIAL MEETINGS

Special meeting of shareholders may be called by any stockholder holding 100 or more shares.

ARTICLE XIV - SHAREHOLDER QUORUM AND VOTING

Two thirds (66%) percent of the shares entitled to vote, represented in person or by proxy, shall constitute a quorum at a meeting of shareholders. If a quorum is present, the affirmative vote of fifty (50%) percent of the shares represented at the meeting and entitled to vote on the subject matter shall be the act of the shareholders.

ARTICLE XV - POWERS

This corporation shall have all the corporate powers enumerated in the Florida General Corporation Act, except this corporation shall not have the power to be promoter, incorporator, partner, member, associate or manager of any corporation, partnership, joint venture, trust or other enterprise or other enterprise without the affirmative majority vote of the stockholders

ARTICLE XVI - DIRECTORS RESIDENCY AND COMPENSATION

Directors of this corporation are not required to be residents of the State of Florida. The shareholders of this corporation shall have the exclusive authority to fix the compensation of directors of this corporation.

ARTICLE XVII - DIRECTOR QUORUM AND VOTING

One of the directors shall constitute a quorum for a meeting of directors. If a quorum is present, the affirmative vote of all of the directors present, or, if a directors have abstained, the remaining director(s) shall constitute a quorum.

ARTICLE XVIII - MEETINGS BY CONFERENCE TELEPHONE

Members of the Board of Directors may participate in special meetings of the Board of Directors by means of conference telephone as provided by law, but regular meetings of the Board of Directors must be attended in fact in person by each director.

ARTICLE XIX - ACTION BY DIRECTORS WITHOUT A MEETING

The directors of this corporation may take action by written consent, as provided by law.

ARTICLE XX - INDEMNIFICATION

The corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law

ARTICLE XXI - AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation and any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS THEREOF, (with all amendments having been voted on and adopted by all shareholders on August 30, 1996), the undersigned subscriber has executed these Amendments to the Articles of Incorporation this 30th day of August, 1996.

W. Allen Jackson

STATE OF FLORIDA)
COUNTY OF HILLSBOROUGH)

Before me personally appeared William A. Jackson, known to me to be the person described in and who executed the foregoing Amendments to the Articles of Incorporation and acknowledged to me and before me that they executed said document for the purposes therein expressed.

WITNESS my hand and official this 30th day of August, 1996.

Elizabeth Simon
Notary Public, State of Florida at Large



ELIZABETH SIMON
My Commission CC492803
Expires Apr 13, 1999
Bonded by ANB
#00-862-6878

My Commission expires:

Identification provided FLDID# 5250-921-49. He did did not take an oath.
207-0

Acceptance by registered agent: I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation.

W. Allen Jackson

Charles R. Fagan, C.P.A., P.A.
Certified Public Accountant
1408 Court Street
Clearwater, Florida 33756

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

(813) 467-9505

2. **P96000076074**
(Corporation Name) (Document #)

3. _____
(Corporation Name) (Document #)

4. _____
(Corporation Name) (Document #)

FILED
91 SEP -2 PM 1:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

☐ Walk in ☐ Pick up time _____
☐ Mail out ☐ Will wait ☐ Photocopy

400002282324
☐ Certified Copy 2282324--5
09/02/97--01077--010
☐ Certificate of Status 43.75 *****43.75

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
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<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

Charles Fagan authorized
to add new name in
Article I and incorporate
to title.

Name Change

9-12-97

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF**

FILED
97 SEP -2 PM 1:55
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

WJAX, INC.,

(present name)

Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida profit corporation adopts the following articles of amendment to its articles of incorporation:

FIRST: Amendment(s) adopted; (indicate article number(s) being amended, added or deleted)

ARTICLE I

The corporation is changing its name to: **PERFORMERS NETWORK, INC.**

SECOND: If an amendment provides for an exchange, reclassification or cancellation of issued shares, provisions for implementing the amendment if not contained in the amendment itself, are as follows:

THIRD: The date of each amendment's adoption: 8-27-97

FOURTH: Adoption of Amendment(s) (CHECK ONE)

- ☐ The amendment(s) was/were approved by the shareholders. The number of votes cast for the amendment(s) was/were sufficient for approval.
- ☐ The amendment(s) was/were approved by the shareholders through voting groups. The following statement must be separately provided for each voting group entitled to vote separately on the amendment(s):

"The number of votes cast for the amendment(s) was/were sufficient for approval by _____ voting group."

- ☐ The amendment(s) was/were adopted by the board of directors without shareholder action and shareholder action was not required.
- ☒ The amendment(s) was/were adopted by the incorporators without shareholder action and shareholder action was not required.

Signed this 24 day of August, 19 97.

Signature

W. C. Jackson PRESIDENT

(By the Chairman or Vice Chairman of the Board of Directors, President or other officer if adopted by the shareholders)

OR

(By a director if adopted by the directors)

OR

(By an incorporator if adopted by the incorporators)

W. Allen Jackson

Typed or printed name

President/Incorporator

Title