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TALLAHASSEE, FL 32304  
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PRESTIGE MAIL  
TEL: 415-434-8000  
ACCOUNT NO: 072100000032

REFERENCE: 167632 9341A

AUTHORIZATION:

COST LIMIT: \$ 70.00

ORDER DATE: November 25, 1996 *Patricia Pyjats*

ORDER TIME: 9:19 AM

ORDER NO.: 167632-005

CUSTOMER NO: 9341A

400002014034--5

CUSTOMER: Joel Weaver, Esq  
WILLIAM RAMBAUM, ESQ., P.A.  
Suite 100  
622 Bypass Drive  
Clearwater, FL 34624

DOMESTIC FILING

NAME: BROOKER CREEK ULTIMATE VIDEO, 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: Daniel W Leggett

EXAMINER'S INITIALS:

*KL*  
11-26-96

FILED  
95 NOV 25 PM 2:57  
RECEIVED  
96 NOV 26 AM 10:00  
DIVISION OF CORPORATION

ARTICLES OF INCORPORATION  
OF  
BROOKER CREEK ULTIMATE VIDEO, INC.

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

BROOKER CREEK ULTIMATE VIDEO, INC.

The address of the principal office of this corporation shall be 36143 East Lake Road, Palm Harbor, Florida 34684, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in any or all lawful activities or business permitted under the laws of the United States, the State of Florida or any other state, country, territory or nation.

ARTICLE III. CAPITAL STOCK

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 7500 shares of common stock having \$1.00 par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 1201 Hays Street, Tallahassee, Florida 32301, and the name of the initial registered agent of the corporation at that address is Corporation Service Company.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have two Directors, initially. The names and addresses of the initial members of the Board of Directors are:

Mary E. Beamer  
Dir.

36143 East Lake Road  
Palm Harbor, Florida 34684

Terry L. Beamer  
Dir.

Same

ARTICLE VII. OFFICERS

The name and addresses of the initial officers of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

Mary E. Beamer  
Pres./Sec./Treas.

36143 East Lake Road  
Palm Harbor, Florida 34684

Terry L. Beamer  
Treas.

Same

ARTICLE VIII. INCORPORATOR

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

Corporation Service Company  
1201 Hays Street  
Tallahassee, Florida 32301

IN WITNESS WHEREOF, the undersigned agent of Corporation Service Company, has hereunto set their hand and seal of Corporation Service Company on November 26, 1996.

CORPORATION SERVICE COMPANY

By: *Gail Shelby*  
Its Agent, Gail Shelby

ACCEPTANCE OF REGISTERED AGENT DESIGNATED  
IN ARTICLES OF INCORPORATION

Corporation Service Company, a Delaware corporation authorized to transact business in this State, having a business office identical with the registered office of the corporation named above, and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

CORPORATION SERVICE COMPANY

By: *Gail Shelby*  
Its Agent, Gail Shelby

LRD/dwl

FILED  
2:57