TRANSMITTAL LETTER

Department by discounting the partment of the partment of

| SUBJECT:           | DMB PRODUCTIONS, IN               |  |  |
|--------------------|-----------------------------------|--|--|
|                    | (Proposed corpora                 | te name - must include suffix of incorporation and a che | 96 DEC 18 P<br>SECRETARY O<br>ALLAHASSEE |
| \$70.00 Filing Fee | \$78.75 Filing Fee & Certificate  | M\$122.50 Filing Fee & Certified Copy                    | Filing Fee, Certified Copy               |
| FROM:              | David M. Brown, M.D.              | ADDITIONAL COI   | Y REQUIRED                               |
|                    | Name (Printed  168 Manresa  Addre |  |  |
| _                  |                                   | 2095   |  |
| _                  | (904) 824-8730                    | •  |  |
|                    | Daytime Telepl                    | none number  |  |

NOTE: Please provide the original and one copy of the articles.

# ARTICLES OF INCORPORATION OF DMB PRODUCTIONS, INC.

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

ARTICLE I: NAME

The name of the corporation shall be:

DMB PRODUCTIONS, INC.

The principal place of business of this corporation shall be:

168 Manresa, St. Augustine, FL 32095

96 DEC 18 PH 12: 56
SECRETARY OF STATE
TALL AHASSEE FLORIDA

### 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 one thousand (1,000) shares of common stock, having no par value.

#### ARTICLE VI: ADDRESS

The street address of the initial registered office of the corporation shall be 168 Manresa, St. Augustine, Florida 32095, and the name of the initial registered agent of the corporation at that address is David M. Brown.

#### ARTICLE V: TERM OF EXISTENCE

This corporation is to exist perpetually.

#### ARTICLE VI: PRE-EMPTIVE 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 at the price for which it is offered to others.

#### ARTICLE VII: SPECIAL PROVISION

The stock if this corporation is intended to qualify under the requirements of Section 1244 of the Internal Revenue Code and the regulations issued thereunder. Such actions as are necessary will be taken by the appropriate officers to accomplish this compliance.

#### ARTICLE VIII: DIRECTORS

This corporation shall have one director initially. The name and address of the initial member of the Board of Directors is:

David M. Brown

168 Manresa

Director

St. Augustine, FL 32095

#### ARTICLE IX: OFFICERS

The name and address 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, is:

David M. Brown

168 Manresa

President

St. Augustine, FL 32095

Judith Costello

168 Manresa

Secretary/Treasurer

St. Augustine, FL 32095

# ARTICLE X: INCORPORATOR

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

David M. Brown 168 Manresa St. Augustine, FL 32095

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation on this 1434 day of December, 1996/

DAVID M. BROWN

# CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

| 1. | The name of the corporation is DMB PRODUCTIONS, INC.   |                            |
|----|--|----------------------------|
| _  |  |                            |
| 2. | The name and address of the registered agent and office is:                                  |                            |
|    | David M. Brown   |                            |
|    | (NAME)   | 96 DEC 1 SECRETA TALLAHAS  |
|    | (P. O. Box or Mail Drop Box NOT ACCEPTABLE)  | ETARY<br>HASSE             |
|    | St. Augustine, FL 32095  |                            |
| ,  | (CITY/STATE/ZIP)  Having been named as registered agent and to accept service of process for | II2: 57<br>STATE<br>LORIDA |

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

DAVID M. BROWN

12/12/96

(Contact )

(Date)

DIVISION OF CORPORATIONS, P.O. BOX 6327, TALLAHASSEE, FL 32314