

**WILLIAM W. FERNANDEZ**  
Attorney at Law

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Department of State  
Division of Corporation  
Post Office Box 6327  
Tallahassee, FL 32314

500002088335--6  
-02/14/97-01099-009  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

February 11, 1997

RE: Incorporation of Golden Age Productions, Inc.

Dear Sirs:

Enclosed please find original Articles of Incorporation Golden Age Productions, Inc. together with our escrow account check #1717 in the amount of \$70.00 to cover the following costs:

Filing Fee	\$35.00
Designation of Registered Agent	\$35.00

We do not want a certified copy of the Articles of Incorporation. However, we would request that you date stamp/clock in the enclosed copy of the Articles so that we will know the date of incorporation.

Please make your return to this office in the enclosed self-addressed stamped envelope.

Thank you for your courtesies in these regards.

Very truly yours,

LAW OFFICES OF  
WILLIAM W. FERNANDEZ

BY: *Catherine D. McGann*  
CATHERINE D. MCGANN  
Secretary to Mr. Fernandez

WWF/cdm

Enc.

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
97FEB 14 PM 3:47

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
97FEB 14 PM 1:10

*[Handwritten signature]*  
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ARTICLES OF INCORPORATION  
OF  
GOLDEN AGE PRODUCTIONS, INC.

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
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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

The name of this corporation shall be GOLDEN AGE PRODUCTIONS, INC., and its principal place of business shall be at 3130 Castle Cove Court, Kissimmee, Florida, 34746, but it may establish branch offices at any other points deemed advisable by its Board of Directors within the State of Florida.

ARTICLE II

The purpose or purposes for which the corporation is organized is to own & operate an arts, crafts, medieval sciences business & to otherwise engage or transact in any & all lawful activities or business & to do everything necessary, proper, advisable, or convenient for the accomplishment of said purposes, & to do all other things incidental to them or connected with them that are not forbidden by the Florida corporation laws or by any other law, or by these Articles of Incorporation, & to carry out said purposes in any state, territory, district, or possession of the United States, or in any foreign country, to the extent that these purposes are not forbidden by the law of the State, territory, district, or possession of the United States, or by the foreign country.

### ARTICLE III

This corporation shall have a perpetual existence.

### ARTICLE IV

The business of the corporation shall be conducted by a President, Secretary &/or Treasurer, & a Board of Directors of one (1) or more members; but the number of Directors may be increased or decreased from time to time by the By-Laws of the company or by resolution of the Stockholders at any annual or special meeting.

Other offices may, in the same manner, be abolished or created, established and filled.

Any number of such offices may be held and filled by one and the same person.

All officers shall be elected by the Shareholders/Directors.

Any Directors shall be elected by the Stockholders at each annual meeting of the Stockholders which shall be held on the third Wednesday in the first month immediately following the tax year of the corporation, but the date of such annual meeting may be changed by the By-Laws or by Resolution adopted at any meeting of the Stockholders at any annual or special meeting.

### ARTICLE V

The Shareholders shall meet to adopt By-Laws & until officers/agents or their successors shall have been elected or appointed & qualified, the business of the corporation shall be conducted by RUTH O. BAGBY.

### ARTICLE VI

The initial number of shares of stock that are authorized to be issued & outstanding is one thousand (1,000) shares of capital stock. All stock shall be nonassessable, payable in lawful money of the United States of America, or

in property, labor, or services at a just valuation to be fixed by the Shareholders of the corporation at the organizational meeting held after the granting of the charter herein applied for.

The capital stock of the corporation shall be sold, signed, issued and transferred only in accordance with the By-Laws.

#### ARTICLE VII

The Shareholders of the corporation shall have preemptive rights & shall have the right to maintain their percentage ownership of stock for any newly authorized & issued stock of the Corporation on the same terms & conditions as offered to new Shareholders.

#### ARTICLE VIII

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Shareholders, at a stockholders' meeting by at least 60% of the stock entitled to vote, unless all of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

#### ARTICLE IX

The name and address of the subscriber to the capital stock is: Ruth O. Bagby; 3130 Castle Cove Court, Kissimmee, Florida, 34746.

#### ARTICLE X

This corporation desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation, has pursuant to Chapter 48.091 &

607.0501, Florida Statutes, named John Debets; 1904 W. Colonial Drive, Orlando, Florida, 32804, as its agent to accept service of process within the State.

I, the undersigned, being the original subscriber of the capital stock of GOLDEN AGE PRODUCTIONS, INC., as herein set forth, do make & file these Articles of Incorporation, hereby declaring & certifying that the facts herein stated are true & that said certificate is made for the purpose of having a Corporate Charter issued.

*Ruth O Bagby*  
RUTH O. BAGBY

STATE OF FLORIDA:  
COUNTY OF ORANGE:

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
97 FEB 14 PM 11:11

BEFORE ME, the undersigned authority, this day personally appeared RUTH O. BAGBY ~~who provided~~ identification and therefore to me well known & known to me to be the person who subscribed to & signed the above & foregoing Articles of Incorporation and who acknowledged for herself that she has made & subscribed the above & foregoing for the uses & purposes therein expressed.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal this 19th day of November, 1996.

*William W. Fernandez*  
NOTARY PUBLIC WILLIAM W. FERNANDEZ  
MY Commission EXPIRES  
WILLIAM W. FERNANDEZ  
COMMISSION # CC 338873  
EXPIRES JAN 2, 1998

Having been named to accept service of process for the above-named corporation, at the place designated in this certificate, and being familiar with the obligations of a registered agent, I hereby agree to act in this capacity, & agree to comply with the provisions of said Act relative to keeping open said office.

*John Debets*  
JOHN DEBETS  
Registered Agent