

P970000 23012

TRANSMITTAL LETTER

FROM:

Name of Corporation: GIBS ENTERTAINMENT, INC.

Street address of the corporation 11375 NW 10th Avenue

City North Miami State Florida ZIP 33168-6101

FILED STATE
SECRETARY OF CORPORATIONS
DIVISION OF CORPORATIONS
97 MAR -5 PM 4:47

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-03714737-01001-013
*****80.00 *****80.00

DEAR CORPORATIONS DIVISION:

Please find enclosed:

1. An original Articles of Incorporation and one copy for the above named corporation.
2. A certified check or money order in the amount of \$78.75 for filing fees.

Please return the photocopy to me with the filing date stamped on it, and send any responses or receipts concerning this filing to the above address.

RECEIVED
97 MAR 13 PM 4:29
DIVISION OF CORPORATION

Thank you very much.

Date March 13, 1997 Signature of Incorporator Shawndra M. Brooks
Name of Incorporator Shawndra N. Brooks Telephone (904) 993-4945

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ARTICLES OF INCORPORATION
of

GIBS ENTERTAINMENT, INC.

Pursuant to Chapter 607 of the Florida Business Corporation Act, the undersigned incorporator submits these articles of incorporation for the purpose of forming a for-profit corporation.

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Article 1. The name of the Corporation is:

GIBS ENTERTAINMENT, INC.

Article 2. The principal place of business and mailing address of this corporation is:

11990 Beach Boulevard #335 Jacksonville, Florida 32246

Article 3. The corporation is authorized to issue one class of stock, that being 1,000 shares of no par value, common stock, with identical rights and privileges, the transfer of which is restricted according to the bylaws of the corporation.

Article 4. The name and address of the corporation's initial registered agent is:

Shawndra N. Brooks 6645 Rhone Drive Jacksonville, Florida 32208

Article 5. The initial Board of Directors shall have 2 members whose names and addresses are as follows:

Gerald Irving Jr. 11375 N.W 10 Ave, N.Miami, Fla 33168-6101
Shawndra Brooks 6645 Rhone Drive, Jacksonville, Fla 32208

The number of director's may be raised or lowered by amendment of the bylaws of the corporation but shall in no case be less than one.

Article 6. The name and street address of the incorporator of this corporation is:

Shawndra N. Brooks 6645 Rhone Drive Jacksonville, Florida 32208

In witness whereof, the undersigned incorporator has executed these Articles of Incorporation on the date below. The undersigned incorporator hereby declares, under penalty of perjury, that the statements made in the forgoing Articles of Incorporation are true, and that the incorporation is at least eighteen years of age.

Date March 13, 1997 Signature of Incorporator
Name of Incorporator Shawndra N. Brooks

Shawndra N. Brooks

**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: Gibs Entertainment, Inc.

2. The name and address of the registered agent and office is:

Shawndra Brooks
(NAME)

6645 Rhona Drive
(P.O. Box or Mail Drop Box **NOT** ACCEPTABLE)

Jacksonville, Florida 32246
(CITY/STATE/ZIP)

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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.

Shawndra M. Brooks
(SIGNATURE)

March 13, 1997
(DATE)