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(904) 681-6528

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OFFICE USE ONLY

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

400002130734--9

-04/02/97--01001--020

*****78.75 *****78.75

1 Upstage, Inc.

(Corporation Name)

(Document #)

2 _____
(Corporation Name)

(Document #)

3 _____
(Corporation Name)

(Document #)

4 _____
(Corporation Name)

(Document #)

☒ Walk In

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☐ Certificate of Good Standing

☐ ARTICLES ONLY

☐ ALL CHARTER DOCS

☐ Certificate of FICTITIOUS NAME

☐ FICTITIOUS NAME SEARCH

☐ CORP SEARCH

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 checked="" type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

**HOLD FOR
PICKUP BY
UCC SERVICES**

Examiner's Initials

EFFECTIVE DATE
3-31-97

FILED

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

97 APR - 1 PM 3:15

ARTICLES OF INCORPORATION

of

UPSTAGE, INC.

FILED
97 APR - 1 PM 3:11
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, does hereby adopt the following Articles of Incorporation.

ARTICLE I - NAME

The name of this corporation shall be UPSTAGE, INC.

EFFECTIVE DATE
3-31-97

ARTICLE II - DURATION

The duration of this corporation is perpetual; corporate existence shall commence at 12:01 A.M., EDT, March 31, 1997.

ARTICLE III - BUSINESS

The purpose or purposes for which this corporation is organized are to purchase the Acting School and Theatre, and the assets used in connection therewith, presently operated by the Acting Studio Company, a Florida corporation, and to continue operation thereof.

ARTICLE IV - CAPITAL STOCK

The aggregate number of shares which the corporation is authorized to issue is SEVEN THOUSAND FIVE HUNDRED (7,500.00). Such shares shall be of a single class and shall have a par value of \$1.00 per share.

ARTICLE V - PRINCIPAL OFFICE

The initial street address of the corporation's principal office is 952 South Orange Avenue, Orlando, Florida 32806.

ARTICLE VI - REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is 3900 Lake Center Drive, Suite A-4, Mount Dora, FL 32757, and the initial registered agent thereat shall be LOU TALLY, ATTORNEY.

ARTICLE VII - MANAGEMENT BY SHAREHOLDERS

The corporation shall have no Board of Directors, and all of the corporate powers shall be exercised by, and the business and affairs of the corporation shall be managed under the direction of, the stockholders.

ARTICLE VIII - OFFICERS

This corporation shall have a President, Secretary, and Treasurer, and such other offices as the Bylaws provide.

ARTICLE IX - INCORPORATOR

The name and address of the incorporator is Lou Tally, Esquire, 3900 Lake Center Drive, Suite A-4, Mount Dora, FL 32757-2203.

ARTICLE X - BYLAWS

The Bylaws of this corporation shall be adopted at the first meeting of the stockholders by a majority of the outstanding stock voting in person or by proxy. Such initial Bylaws shall set forth the procedures and requirements for further adoption, amendment, or revocation of Bylaws.

ARTICLE XI - INITIAL SHAREHOLDERS

As soon as possible after their election, the initial officers of the corporation shall issue 200 shares of common stock for par value consideration, 100 shares to each of the following named initial shareholders:

Mr. Rand D. Burns
4795 E. Walden Circle
Orlando, FL 32811

Mr. Keith A. England
738 Avenida Sexta, #11-103
Clermont, FL 34711

ARTICLE XII - AMENDMENT OF CHARTER

These Articles of Incorporation may be amended in the manner provided by law.

Every amendment shall be approved by the stockholders at a stockholders' meeting by a majority of the stock entitled to vote thereon, unless all of the stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

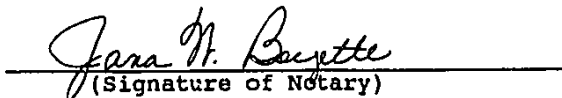
IN WITNESS WHEREOF, the undersigned has made and subscribed to these Articles of Incorporation this 31st day of March, 1997.



Lou Tally

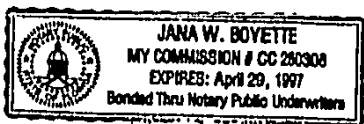
STATE OF FLORIDA
COUNTY OF LAKE

31st The foregoing instrument was acknowledged before me this day of March, 1997, by LOU TALLY, who was identified by: ☒ being personally known to me, OR ☐ a current Florida Drivers' License, OR ☐ _____ [describe document].



(Signature of Notary)

(SEAL)



ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for UPSTAGE, INC., at the place designated in these Articles of Incorporation, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

Dated this 31st day of March, 1997.



Lou Tally
Registered Agent

FILED
97 APR - 1 PM 3:13
SECRETARY OF STATE
TALLAHASSEE, FLORIDA