

Root



William J. Voges  
President - C.E.O.  
General Counsel

525 Fentress Boulevard  
Post Office Box 2860  
Daytona Beach, Florida 32120  
Tel 904 258 4744  
Fax 904 252 2357

April 14, 1997

Florida Secretary of State  
Division of Corporations  
Post Office Box 6327  
Tallahassee, FL 32314

500002151465--3  
-04/23/97--01034--011  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

ATTN: Qualification and Registration Section

Dear Sir or Madam:

Enclosed for filing are the Articles of Incorporation for Silverlining PRO-Ductions, Inc. Also enclosed is our check in the amount of \$70.00 to cover the cost of filing.

Kindly return a file stamped copy of the Articles, along with your notice of filing, to the undersigned at your earliest convenience. If you have any questions, please call me at (904) 258-4761.

Thank you.

Sincerely,

*Dru W. Perry*

Dru W. Perry  
Legal Assistant

Enclosures

cc: Josh Letchworth


FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
97 MAY 12 PM 12:06

~~4/21/97 9:53~~

*Joe 5/12*



# Root



William J. Voges  
President - C.E.O.

May 9, 1997

525 Fentress Boulevard  
Post Office Box 2860  
Daytona Beach, Florida 32120  
Tel 904 258 4744  
Fax 904 252 2357

Ms. Teresa Brown  
Corporate Specialist  
Division of Corporations  
Post Office Box 6327  
Tallahassee, FL 32314

Re: Silverlining Progressive Productions, Inc.

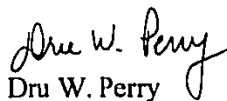
Dear Ms. Brown:

Enclosed for filing are the Articles of Incorporation for Silverlining Progressive Productions, Inc. Also enclosed is a copy of your letter, dated April 24, 1997, describing the earlier attempt to register this new entity.

Please call me at (904) 258-4761 if you have any questions.

Thank you.

Sincerely,



Dru W. Perry  
Legal Assistant

Enclosure



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham  
Secretary of State

April 24, 1997

DRU W. PERRY  
ROOT  
P.O. BOX 2860  
DAYTONA BEACH, FL 32120

SUBJECT: SILVERLINING PRO-DUCTIONS, INC.  
Ref. Number: W97000009536

We have received your document for SILVERLINING PRO-DUCTIONS, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity. Simply adding "of Florida" or "Florida" to the end of an entity name **DOES NOT** constitute a difference. Please select a new name and make the substitution in all appropriate places. One or more words may be added to make the name distinguishable from the one presently on file.

When the document is resubmitted, please return a copy of this letter to ensure that your document is properly handled.

If you have any questions about the availability of a particular name, please call (904) 488-9000.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6926.

Teresa Brown  
Corporate Specialist

Letter Number: 997A00021201

**STATE OF FLORIDA**  
**ARTICLES OF INCORPORATION**  
**OF**

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
97 MAY 12 PM 12:06

**Silverlining Progressive Productions, Inc.**

FIRST: The name of the corporation is Silverlining Progressive Productions, Inc.

SECOND: The street address of the principal office of the corporation and its mailing address is:

1600 Orange Boulevard  
Sanford, Florida 32771

THIRD: The number of shares the corporation is authorized to issue is Ten Thousand (10,000) each with the par value of One Dollar and No/100ths (\$1.00).

FOURTH: The street address of the initial registered office of the corporation is 525 Fentress Boulevard, Daytona Beach, Florida 32114, and the name of its initial registered agent at such address is William J. Voges.

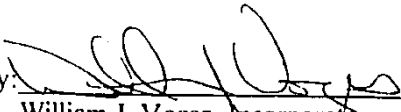
FIFTH: The number of directors constituting the initial board of directors of the corporation is three (3), and the name and address of the person who are to serve as directors until the first annual meeting of the shareholders or until their successors are elected and shall qualify are:

<u>NAME</u>	<u>ADDRESS</u>
Josh Letchworth	1600 Orange Boulevard Sanford, FL 32771
Chad Crawford	1600 Orange Boulevard Sanford, FL 32771
Bobby Jones	1600 Orange Boulevard Sanford, FL 32771

SIXTH: The name and address of the incorporator is:

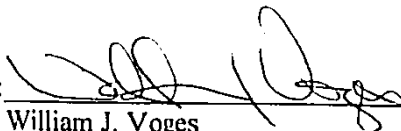
William J. Voges  
525 Fentress Boulevard  
Daytona Beach, FL 32114

The undersigned has executed these Articles of Incorporation this 9<sup>th</sup> day of May, 1997.

By:   
William J. Voges, Incorporator

Acceptance by the registered agent as required in Section 607.0501 (3) F.S.: William J. Voges is familiar with and accepts the obligations provided for in Section 607.0505.

Dated: May 9<sup>th</sup>, 1997.

By:   
William J. Voges

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97 MAY 12 PM 12:06