

P 970000H4016

10265 N. ^{estor's} Tamiami Trail #5
Naples, FL 34108

City/State/Zip Phone #

100002180131--0
-05/15/97--01090--004
*****70.00 *****70.00
Office Use Only

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

1. _____ (Corporation Name) (Document #)
2. _____ (Corporation Name) (Document #)
3. _____ (Corporation Name) (Document #)
4. _____ (Corporation Name) (Document #)

- Walk in Pick up time _____ Certified Copy
 Mail out Will wait Photocopy Certificate of Status

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

FILED
OFFICE OF THE STATE
CLERK
TAMPA, FLORIDA

Examiner's Initials

JS/19/97

FILED
SECRETARY OF STATE
CORPORATIONS
97 MAY 14 1997

ARTICLES OF INCORPORATION

Rockbusters, Inc.

Article 1. The name of this corporation shall be Rockbusters, Inc., and the street address of the initial principal office of this corporation shall be 490 Palm Ct, Naples, FL 34108.

Article 2. This corporation shall have perpetual existence.

Article 3. This corporation is organized for the purpose of any and all lawful business.

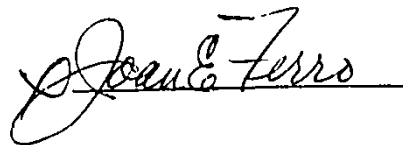
Article 4. This corporation is authorized to issue five hundred (500) shares of \$1.00 par value common stock.

Article 5. The street address of the initial registered office of this corporation is 490 Palm Ct, Naples, FL 34108. The name of the initial registered agent of this corporation shall be Joan Ellen Ferro.

Article 6. This corporation shall have one director initially. The number of directors may be increased or decreased pursuant to changes in the By-Laws, but there shall never be less than one director of this corporation. The name and address of the initial director of this corporation shall be Joan Ellen Ferro, 490 Palm Ct., Naples, FL 34108.

Article 7. This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation.

DULY WITNESSED, the undersigned subscriber has executed these Articles of Incorporation this 9th day of May, 1997.



STATE OF FLORIDA
COUNTY OF COLLIER

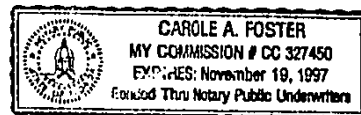
Before me, a Notary Public authorized to take acknowledgments in the state and county set forth above, Joan Ellen Ferro appeared, personally known to me and known by me to be the person who executed these Articles of Incorporation; and she acknowledged before me that she executed these Articles of Incorporation.

DULY WITNESSED, I have hereunto set my hand and affixed my official seal, in the state and county aforesaid, this 9th day of May, 1997. Florida Drivers License

Carole A Foster

Notary Public

My Commission Expires:



ACCEPTANCE OF REGISTERED AGENT

FILED
SECRETARY OF STATE
DICK
COUNTY OF COLLIER

STATE OF FLORIDA
COUNTY OF COLLIER

Before me, the undersigned authority, Joan Ellen Ferro, appeared personally, known to me to be the person described in the foregoing Articles of Incorporation as the Resident Agent, and who hereby accepts said designation, and further states that the place of business where said Resident Agent shall accept service of papers on behalf of the professional association shall be 490 Palm Ct, Naples, FL 34108; and, she acknowledged before me that she executed that Acceptance freely and voluntarily and for the uses expressed herein.

Joan E. Ferro

97th SWORN TO and subscribed before me in the county and state aforesaid this
day of May, 1997. Florida Drivers License

Carole A. Foster

Notary Public

My Commission Expires:

