

P97000098721

November 7, 1997

Department of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

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-11/17/97--01143--001  
\*\*\*\*\*78.95 \*\*\*\*\*78.95

SUBJECT: DISCIPLES OF PLEASURE, INC.

Enclosed is an original and one (1) copy of the articles of incorporation and certificate of registered agent. Also, enclosed is a check in the amount of \$78.75 for the filing fee, designation of registered agent, and certificates.

From: Lee Stuart  
4300 N.W. 23rd Ave. Suite 154  
P.O. Box 147050  
Gainesville, FL 32614-7050

Sincerely,



Lee Stuart

PS  
11-19-97

FILED  
97 NOV 17 PM 4:02  
TALLAHASSEE, FLORIDA  
SECRETARY OF STATE

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97 NOV 17 PM 4:02  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION**  
**OF**  
**DISCIPLES OF PLEASURE, INC.**

We the undersigned, being natural persons competent to contract, for the purpose of forming a corporation under the laws of the State of Florida, do hereby adopt, subscribe and acknowledge the following Articles of Incorporation.

**ARTICLE I**

**NAME**

The name of the corporation is DISCIPLES OF PLEASURE, INC. whose principal place of business and mailing address is

DISCIPLES OF PLEASURE, INC.  
c/o Lee Stuart  
4300 N.W. 23rd Ave. Suite 154  
P.O. Box 147050  
Gainesville, FL 32614-7050

**ARTICLE II**

**DURATION AND BEGINNING OF CORPORATE EXISTENCE**

The corporation shall exist perpetually. The date when the corporate existence of this corporation shall begin the date upon which these Articles of Incorporation are filed with the Secretary of State of the State of Florida.

**ARTICLE III**

**NATURE OF BUSINESS**

This corporation is organized for the purposes of transacting any or all lawful business.

## **ARTICLE IV**

### **CAPITAL STOCK**

The corporation is authorized to have outstanding one class of stock designated as common stock. The maximum number of shares of common stock which the corporation is authorized to have outstanding is 1,000 shares of Common Stock of a par value of \$1.00 per share. Holders of Common Stock are entitled to vote on all questions required by law on the basis of one vote per share and there shall be no cumulative voting. Holders of Common Stock shall have preemptive rights to subscribe to the corporation's securities.

## **ARTICLE V**

### **INITIAL BOARD OF DIRECTORS**

The corporation shall have four director initially. The number of directors may be increased or decreased from time to time by amendment to, or in the manner provided in, the by-laws of the corporation.

The names and addresses of the initial directors are:

Lee Stuart  
4300 N.W. 23rd Ave. Suite 154  
P.O. Box 147050  
Gainesville, FL 32614-7050

## **ARTICLE VI**

### **INCORPORATORS**

The names of the incorporators to these Articles of Incorporation are:

Lee Stuart  
Thomas L. Bristow  
Kyle Stuart  
David Stuart

## **ARTICLE VII**

### **OFFICERS**

The officers of the corporation shall consist of a president, a vice president, a secretary, a treasurer, and such other officers as the Board of Directors may from time to time deem appropriate. The officers of the corporation shall be elected at each annual meeting of the Board of Directors and shall hold office at the pleasure of the Board. Any officer may be removed at any meeting by the affirmative vote of a majority of the members of the Board either with or without cause, and any vacancy in any office may be filled by the Board at any meeting thereof.

The name of the officer who shall serve until the first election is:

Lee Stuart  
President and Treasurer  
Vice President and Secretary

## **ARTICLE VIII**

### **INITIAL REGISTERED AGENT**

The name of the initial registered agent is:

Lee Stuart  
4300 N.W. 23rd Ave. Suite 154  
Gainesville, FL 32614-7050

The above is also the address of the registered office of the corporation.

## **ARTICLE IX**

### **BY-LAWS**

The By-Laws of the corporation are to be made or approved by the initial Board of Directors and thereafter may be amended, modified or rescinded as set forth in the By-Laws and as permitted by law.

## ARTICLE X

### INDEMNIFICATION

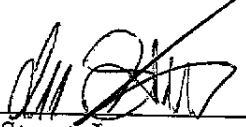
Every director and every officer of the corporation shall be indemnified by the corporation, to the full extent permitted by law, for all expenses and liabilities, including attorney's fees, reasonably incurred by or imposed upon him in connection with any proceeding to which he may be a party, or in which he may become involved by reason of his being or having been a director or officer at the time such expenses are incurred, except in such cases wherein the director or officer is adjusted guilty of willful misfeasance or malfeasance in the performance of his duties; provided, that in the event of a settlement, the indemnification herein shall apply only when the Board of Directors has approved such settlement and reimbursement as being in the best interest of the corporation. The foregoing indemnification shall be in addition to and not exclusive of all other rights to which such director or officer may be entitled.

## ARTICLE XI

### AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles in Incorporation, or any amendment thereto.

IN WITNESS WHEREOF, the undersigned incorporators have executed these Articles of Incorporation this 11 day of November, 1997.

  
\_\_\_\_\_  
Lee Stuart, Incorporator

### ACCEPTANCE BY AGENT

The undersigned, having been designated as agent for service of process upon DISCIPLES OF PLEASURE, INC., within the State of Florida, at the place designated in Article VIII of the foregoing Articles of Incorporation, does hereby accept the appointment as such agent for DISCIPLES OF PLEASURE, INC.

  
\_\_\_\_\_  
Lee Stuart, Registered Agent

**CERTIFICATE OF REGISTERED AGENT**  
**OF**  
**DISCIPLES OF PLEASURE, INC.**

Pursuant to the provision of Section 607.0501 or 617.0501, Florida Statutes, the following is submitted, in compliance with said Act:

That DISCIPLES OF PLEASURE, INC., is desiring to organize under the laws of the State of Florida, and has named the following individual as its agent to accept service of process within this State:

Lee Stuart  
4300 N.W. 23rd Ave. Suite 154  
Gainesville, FL 32614-7050

**ACKNOWLEDGMENT**

Having been named to accept service of process for the above stated corporation, at place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office. Date this 11 day of November, 1997.

  
\_\_\_\_\_  
Lee Stuart, Registered Agent

**FILED**  
97 NOV 17 PM 4:02  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA