

P97000103182

TRANSMITTAL LETTER

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

300002344129--9  
-11/12/97--01012--019  
\*\*\*\*131.25 \*\*\*\*131.25

SUBJECT: NATIVE American Film & Television Production Co. of Florida  
(Proposed corporate name - must include suffix)

Enclosed is an original and one (1) copy of the articles of incorporation and a check for :

☐ \$70.00  
Filing Fee

☐ \$78.75  
Filing Fee  
& Certificate

☐ \$122.50  
Filing Fee  
& Certified Copy

☒ \$131.25  
Filing Fee,  
Certified Copy  
& Certificate

Additional Copy Required

FROM:

Cf H.A. Rhoden

Name (printed or typed)

P.O. Box 49

Address

Geneva FL 32732

City, State & Zip

(407) 349-5257

Daytime Telephone number

97 DEC -8 PM 3:54  
FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

AUTHORIZATION BY PHONE TO

CORRECT

DATE

DQC. EXAM

NOTE: Please provide the original and one copy of the articles.

W97-25484  
TH-11/14/97



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham  
Secretary of State

November 14, 1997

CHIEF H.A. RHODEN  
PO BOX 49  
GENEVA, FL 32732

SUBJECT: THE NATIVE AMERICAN FILM & TELEVISION PRODUCTION  
COMPANY  
Ref. Number: W97000025784

We have received your document for THE NATIVE AMERICAN FILM & TELEVISION PRODUCTION COMPANY and your check(s) totaling \$131.25. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name of the entity must be identical throughout the document.

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as Registered Agent.")

The registered agent must sign accepting the designation.

ONLY ONE INCORPORATOR NEEDS TO SIGN THE DOCUMENT. WE DO NOT NEED DUPLICATE ARTICLE XII'S. PLEASE CALL BEFORE RETURNING DOCUMENT.

Please return the original and one copy of 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 (850) 487-6926.

Tracy Meyer  
Document Specialist

Letter Number: 697A00054865

*Please find change in documents,  
Howard Levin Rhoden*

**ARTICLES OF INCORPORATION  
FOR  
THE NATIVE AMERICAN FILM & TELEVISION  
PRODUCTION COMPANY  
OF FLORIDA**

The undersigned subscribers to these article of Incorporation, natural persons, competent to contract, hereby execute these Articles for the purpose of forming a corporation under the laws of the State of Florida.

**FILED**  
97 DEC -8 PM 3:54  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLE I**

**NAME**

The name of the Corporation shall be:  
**THE NATIVE AMERICAN FILM & TELEVISION PRODUCTION COMPANY OF FLORIDA**

**ARTICLE II**

**PURPOSE AND POWER**

The general purpose or purposes for which the corporation is organized, but not limited to, is to produce theatrical film and video productions for profit and to seek both national and international distribution. This corporation is also organized for the purpose of transactions of any and all lawful business for which corporations may be incorporated under Chapter 607, Florida Statutes.

**ARTICLE III**

**AUTHORIZED SHARES OF STOCK**

The aggregated number of shares which the corporation is authorized to have outstanding at anytime is one million and five hundred thousand (1,500,000) shares with a nominal or par value of ONE CENT per share.

## **ARTICLE IV**

### **PREEMPTIVE RIGHTS**

The shareholders of this corporation shall have preemptive rights to any stock issued after the initial subscription designation for the incorporator's of the incorporation.

## **ARTICLE V**

### **EXISTENCE AND EFFECTIVE DATE**

This corporation shall exist perpetually, and the commencement of corporation existence shall be the time of the filing of the Article of Incorporation with the Department of State.

## **ARTICLE VI**

### **REGISTERED OFFICE AND RESIDENT AGENT**

The registered office of the corporation shall be: 730 Harney Heights Road, Geneva, Florida 32732.  
The resident agent of the corporation is: Chief H.A. Rhoden.  
His physical mailing address is: 730 Harney Heights Road, Geneva, Florida 32732.

## **ARTICLE VII**

### **OFFICERS**

The initial officers of this corporation shall be as follows:

<b>NAME</b>	<b>ADDRESS</b>	<b>TITLE</b>
Chief Red Eagle, H.A. Rhoden	730 Harney Heights Road Geneva, Florida 32732	President
Howard Kevin Rhoden	730 Harney Heights Road Geneva, Florida 32732	Executive Vice President
Karen McMullen	730 Harney Heights Road Geneva, Florida 32732	Secretary & Treasure

## **ARTICLE VIII**

### **INITIAL DIRECTORS**

The initial directors of this corporation shall be as follows:

<b>NAME</b>	<b>ADDRESS</b>
Chief Red Eagle, H.A. Rhoden	730 Harney Heights Road Geneva, Florida 32732
Howard Kevin Rhoden	730 Harney Heights Road Geneva, Florida 32732
Karen McMullen	730 Harney Heights Road Geneva, Florida 32732

## **ARTICLE IX**

### **INCORPORATOR'S**

The name and address of the **INCORPORATOR'S** and the number of shares of stock agreed that they should receive and purchase of the initial issue of the corporation are as follows:

<b>NAME</b>	<b>ADDRESS</b>	<b>SHARES</b>
H.A. Rhoden	730 Harney Heights Road Geneva, Florida 32732	50,000
Alanna D. Gunter	5000 S.E. 30 <sup>th</sup> CT. Ocala, Florida 34480	50,000
Karen McMullen	730 Harney Heights Road Geneva, Florida 32732	
The Native American Indian Entertainment Corporation	P.O. Box 49 Geneva, Florida 32732	100,000

## **ARTICLE X**

### **TRANSACTIONS WITH INTERESTED PERSONS**

No contract or other transaction of the corporation with any other person, firm or corporation with any other person, firm or corporation, or in which this corporation is Interested shall be affected or invalidated by (a) The fact that any one or more of the stockholders of this corporation has an interest in or is a director in another corporation; (b) the fact that any stockholder individually or jointly with others may be a party to or may be interested in any such contract or transaction, and each and every person who may become a stockholder of the corporation is hereby relieved of his contract with the corporation for the benefit of himself or any firm or corporation in which he may be anywise interested.

## **ARTICLE XI**

### **TRANSACTIONS WITHIN CORPORATION**

All corporate transactions that requires the disbursement of corporate funds or stock will require both the signature of the President and Executive Vice President as well as on all contracts and checks. All contracts with individuals or other companies will also require both the signature of the President and Executive Vice President. A bank account requiring both signatures of the President and Executive Vice President will be established. Both parties will appoint a proxy with the power of attorney to represent them in case of illness or other reasons prevent them from being available at such times as their signatures are required.

## ARTICLE XII

This corporation elects to be governed by section 1244 of the Internal Revenue code of 1954.

IN WITNESS WHEREOF, the said incorporates has hereunto set their hands and seals this the 1 day of ~~November~~, 1997  
December

Chief H.A. Rhoden  
Chief H.A. Rhoden  
Fl. DR R350-321-28-305-0

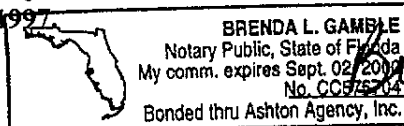
State Of Florida

County Of Seminole

FILED  
97 DEC -8 PM 3:54  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

I HEREBY CERTIFY that on this day before me, an officer duly authorized in the State and County named above to take acknowledgments, personally appeared H.A. Rhoden, before me known to be the persons described as the incorporation in and who executed the foregoing Articles of Incorporation.

Witness my hand and seal in the County and State named above this 1 day of December, 1997.



My commission Expires: Sept 2, 2000

CERTIFICATE DESIGNATION PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OR PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM SERVED.

IN COMPLIANCE WITH FLORIDA STATE. 48.091, THE FOLLOWING IS SUMMITTED:

THE NATIVE AMERICAN FILM & TELEVISION PRODUCTION COMPANY OF FLORIDA, TO ORGANIZE OR QUALIFY UNDER THE LAWS OF FLORIDA, WITH IT'S PRESENT PLACE OF BUSINESS AT 730 HARNEY HEIGHTS ROAD, GENEVA, FLORIDA 32732.

H.A. Rhoden  
H.A. RHODEN

Accepting the designation as Registered Agent.