



THE UNITED STATES  
CORPORATION  
COMPANY

P98000000310

98 JAN -2 PM 4: 32

ACCOUNT NO. : 072100000032

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

REFERENCE : 655919 160587A

AUTHORIZATION :

COST LIMIT : \$ PREPAID

ORDER DATE : January 2, 1998

ORDER TIME : 10:24 AM

ORDER NO. : 655919-005

CUSTOMER NO: 160587A

800002388238--6  
-01/02/98--01039--021  
\*\*\*\*122.50 \*\*\*\*122.50

CUSTOMER: Mr. Robert A. Vaughn  
VAUGHN REALTY CORPORATION

2743 West Old U.s.441

Mount Dora, FL 32757

DOMESTIC FILING

NAME: DOUBLE TAKE PARODIES, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION  
       CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY  
       PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Daniel W Leggett

EXAMINER'S INITIALS:

P.Hall JAN - 2 1998

RECORDED  
98 JAN -2 PM 4:36  
OFFICE OF CORPORATION

January 2, 1998

Secretary of State  
Division of Corporations  
409 E. Gaines Street  
Tallahassee, FL 32399

RE: Double Take Parodies, Inc.

Dear Sirs:

Attached are the following:

1. Articles of Incorporation
2. Checks totaling \$ 167.50

Please record the articles upon receipt and prepare a certified copy of the articles of incorporation as well as a certificate under seal for my use.

Thank you.



Robert A. Vaughn  
2312 Overlook Drive  
Mount Dora, FL 32757  
TEL: 352.735.5872  
FAX: 352.735.5872

**ARTICLES OF INCORPORATION**

**OF**

**DOUBLE TAKE PARODIES, INC.**

**FILED**

98 JAN -2 PM 4: 32

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned incorporators to these ARTICLES OF INCORPORATION, themselves being competent persons to do same, do hereby acknowledge these ARTICLES OF INCORPORATION for the purpose of forming a corporation for profit under the laws of the State of Florida.

**ARTICLE I. NAME**

The name of this corporation is:

*DOUBLE TAKE PARODIES, INC.*

**ARTICLE II. NATURE OF BUSINESS**

The general nature of the business to be transacted is:

To, initially, enter into the business of designing and contractual manufacturing of active wear, apparel, and accessories for wholesale and retail disribution within and without the State of Florida.

To also enter into any other type of transaction of any or all types of business that is permitted or as empowered in Chapter 608, Florida Statutes, except where modified or limited by these Articles, Amendments to these Articles or this company's regulations, provided however, that the aforementioned shall not conflict with any law or statute where this corporation so operates.

**ARTICLE III. TERM OF EXISTENCE**

This corporation is to exist in perpetuity.

**ARTICLE IV. CAPITAL STOCK**

The number of shares of capital stock authorized to be issued shall be ONE HUNDRED THOUSAND (100,000) Shares of Common Stock having a Par Value of One Cent (\$.01) Per Share. Upon the filing of appropriate Amendments or Resolutions as described in Chapter 608, Florida Statutes, this corporation may add such kinds, classes, and/or series of stock, with or without distinguishing characteristics, if it so elects. If the members so elect and this company qualifies, the stock of this corporation may be treated as "Section 1244 Stock" pursuant to the restrictions of the Internal Revenue Code.

## **ARTICLE V. PRE-EMPTIVE RIGHTS**

The shareholders of this corporation are hereby granted pre-emptive rights regarding the purchase of this corporation's common stock. Waiver of such rights shall be in writing, duly acknowledged and appended to the stock book.

## **ARTICLE VI. POWERS**

The corporation shall have all of the powers reserved unto corporations through Chapter 608, Florida Statutes, including, but not limited to: the conducting of its business; the purchase or selling of assets; the indemnification of its officers, directors, employees and agents; the establishment of executive and other committees; the establishment of shareholder agreements; the establishment of voting trusts; the merger or consolidation of this corporation with other legal entities; the limiting of the number and types of shareholders; as well as all other powers necessary or convenient to effect its purposes.

## **ARTICLE VII. INITIAL REGISTERED AGENT, INITIAL REGISTERED OFFICE ADDRESS, AND INITIAL OFFICE ADDRESS**

The initial registered agent of this corporation is ROBERT A. VAUGHN of Mount Dora, Florida. The initial registered office address of the registered agent of this corporation shall be: 2312 Overlook Drive, Mount Dora, Florida 32757. The initial office address of the corporation for conducting business shall be: 2312 Overlook Drive, Mount Dora, Florida 32757.

## **ARTICLE VIII. DIRECTORS**

There shall be not less than one nor more than five directors of this corporation. The initial directors for this corporation are:

**INITIAL DIRECTOR:**

**ROBERT A. VAUGHN**  
2312 Overlook Drive  
Mount Dora, Florida 32757

**INITIAL DIRECTOR:**

**KAREN M. VAUGHN**  
2312 Overlook Drive  
Mount Dora, Florida 32757

## ARTICLE IX. INCORPORATORS

The incorporators of this corporation are:

INCORPORATOR:                      ROBERT A. VAUGHN  
2312 Overlook Drive  
Mount Dora, Florida 32757

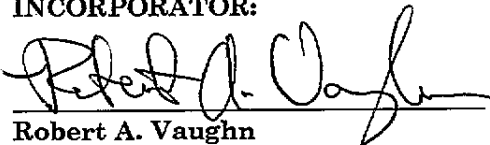
INCORPORATOR:                      KAREN M. VAUGHN  
2312 Overlook Drive  
Mount Dora, Florida 32757

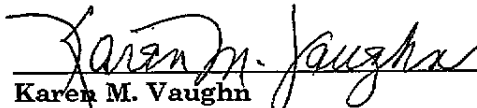
## ARTICLE X. AMENDMENT

These ARTICLES OF INCORPORATION may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed to them by the a shareholder or shareholders, and approved at a Shareholder's Meeting by not less than a 3/5 majority of the stock entitled to vote thereon, all in accordance with Chapter 608, Florida Statutes, except as otherwise permitted or restricted by the aforementioned statute.

These Articles of Incorporation shall become effective upon filing and have been executed by the Incorporators this 2nd day of January, 1998.

INCORPORATOR:

  
Robert A. Vaughn

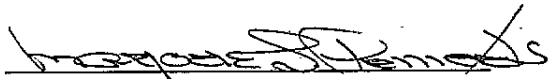
  
Karen M. Vaughn

STATE OF FLORIDA  
COUNTY OF LAKE

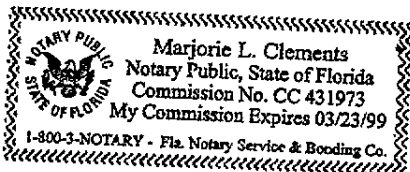
I HEREBY CERTIFY that on this day, before me, a Notary Public duly authorized in the State and County named above to take acknowledgments, personally appeared ROBERT A. VAUGHN and KAREN M. VAUGHN, to me known to be the persons described in these ARTICLES OF INCORPORATION as the INCORPORATORS, and they freely acknowledged before me that they were in fact the INCORPORATORS.

WITNESS MY HAND and official seal in the County and State named above this 2nd day of January, 1998.

NOTARY PUBLIC:



MY COMMISSION EXPIRES:



**REGISTERED AGENT'S  
ACCEPTANCE OF OFFICE**

**FILED**

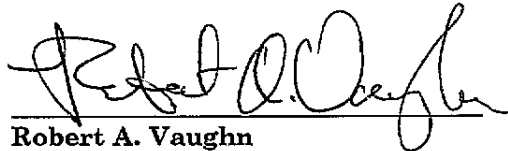
98 JAN -2 PM 4:32

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

I, the undersigned, hereby consent and agree to the appointment of myself as the registered agent of the Florida corporation known as DOUBLE TAKE PARODIES, INC.. I further agree to accept service of process; to keep my office open during prescribed hours; and to abide by the requirements of this office as described in Chapter 608, Florida Statutes.

Signed this 2nd day  
of January, 1998.

**REGISTERED AGENT**



Robert A. Vaughn

**REGISTERED OFFICE:**

2312 Overlook Drive  
Mount Dora, Florida 32757