



THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 671705 7133468

AUTHORIZATION :

COST LIMIT : PREPAID

ORDER DATE : January 16, 1998

ORDER TIME : 10:26 AM

ORDER NO. : 671705-005

CUSTOMER NO: 7133468

CUSTOMER: Jeffrey Koltun, Esq
KANE AND KOLTUN

800002402808--8

-01/16/98-01034-018

*****70.00 *****70.00

Suite 106
1061 Maitland Center Commons
Maitland, FL 32751

DOMESTIC FILING

NAME: JEFFREY BROOKS PRODUCTIONS
INCORPORATED

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Cassandra Bryant

EXAMINER'S INITIALS:

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JAN 16 PM 1:45

RECEIVED
98 JAN 16 AM 11:49
DIVISION OF CORPORATIONS
KOLTUN

**ARTICLES OF INCORPORATION
OF
JEFFREY BROOKS PRODUCTIONS INCORPORATED**

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JAN 16 PM 1:45

ARTICLE I - NAME

The name of the corporation formed pursuant to these Articles of Incorporation is Jeffrey Brooks Productions Incorporated.

ARTICLE II - DURATION

The corporation shall exist perpetually, commencing on the date of filing of these Articles of Incorporation with the Secretary of State, State of Florida.

ARTICLE III - PURPOSE

The corporation is organized for the purpose of transacting any or all lawful business for which corporations may be incorporated under Chapter 607, Florida Statutes.

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue 10,000 shares of \$1.00 par value common stock.

**ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT,
AND CORPORATE ADDRESS**

The street address of the initial registered agent of the corporation is as follows:

1061 Maitland Center Commons, Suite 106
Maitland, Florida 32751

The name of the initial registered agent of the corporation is:

Jeffrey M. Koltun

The street address of the corporate offices shall be:

733 Stetson Street
Orlando, Florida 32804

ARTICLE VI - INITIAL BOARD OF DIRECTORS AND OFFICERS

A. The corporation shall have one (1) director initially. The number of directors may either be increased or diminished from time to time by the By-Laws but shall never be less than one (1).

B. The names and addresses of the initial directors and officers of the corporation are as follows:

| <u>Name</u> | <u>Address</u> | <u>Office</u> |
|-------------------|--|--|
| Jeffrey H. Brooks | 733 Stetson Street Orlando, Florida 32804 | President/ Secretary/ Treasurer/ Director |

ARTICLE VII - INCORPORATOR

The name and address of the person signing these Articles of Incorporation are:

| <u>Name</u> | <u>Address</u> |
|-------------------|--|
| Jeffrey H. Brooks | 733 Stetson Street Orlando, Florida 32804 |

ARTICLE VIII - BY-LAWS

The power to adopt, alter, amend or repeal the corporation's By-laws shall be vested in the Board of Directors and the shareholders.

ARTICLE IX - PRE-EMPTIVE RIGHTS

Every shareholder of the corporation shall have pre-emptive rights as provided in Section 607.0630 of the Florida Statutes.

ARTICLE X - INDEMNIFICATION

The corporation shall indemnify any officer or director or any former officer or director to the full extent permitted by law.

ARTICLE XI - AMENDMENT

The corporation reserves the right to amend the Articles of Incorporation in the manner provided by law.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 15 day of January, 1998.


Jeffrey H. Brooks

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 JAN 16 PM 1:46

Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is Jeffrey Brooks Productions Incorporated.
2. The name and address of the registered agent and office is Jeffrey M. Koltun, 1061 Maitland Center Commons, Suite 106, Maitland, Florida 32751.

DATED January 15, 1998.



Jeffrey M. Koltun

ACCEPTANCE

Having been named as registered agent and to accept service of process for the above corporation at the place designated in this Certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties and I am familiar with and accept the obligations of my position as registered agent.

DATED January 15, 1998.



Jeffrey M. Koltun