

LAW OFFICES
OF

JOEL M. COHEN

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P98000000 7820

January 19, 1998

Ms. Sandra Barringer Mortham
Secretary of State
The Capitol, Plaza Level 2
Tallahassee, FL 33299-0250

Re: Papa Don Productions, Inc.

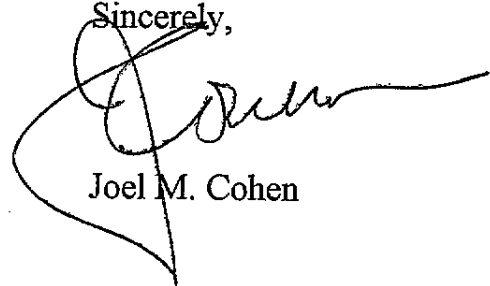
Dear Ms. Mortham:

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-01/23/98--01108--013
***122.50 ***122.50

Enclosed please find an original and copy of the Articles of Incorporation of Papa Don Productions, Inc. for filing with the State of Florida. I have enclosed a check in the amount of \$122.50 for filing fee. Please return a certified copy of the Articles.

Thank you for your assistance in this matter.

Sincerely,



Joel M. Cohen

JMC/snvs

FILED
98 JAN 23 PM 2:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Handwritten signature and date: 1/20/98

ARTICLES OF INCORPORATION
OF
PAPA DON PRODUCTIONS, INC.

FILED
98 JAN 23 PM 2:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator, for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I: NAME

The name of the corporation is **PAPA DON PRODUCTIONS, INC.**

ARTICLE II: PRINCIPAL OFFICE

The principal place of business address is **3801 NORTH PACE BOULEVARD, PENSACOLA, FLORIDA 32505** and mailing address of the corporation is **P.O. BOX 8127, PENSACOLA, FLORIDA 32505.**

ARTICLE III: CAPITAL STOCK

The number of shares of stock that this corporation is authorized to have outstanding at any one time is **ONE THOUSAND (1,000)** shares having no par value.

ARTICLE IV: INITIAL REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is **DON SCHROEDER, 3801 NORTH PACE BOULEVARD, PENSACOLA, FLORIDA 32505.**

ARTICLE V: INCORPORATOR

The name and address of the incorporator of these Articles of Incorporation is **DON SCHROEDER, 3801 NORTH PACE BOULEVARD, PENSACOLA, FLORIDA 32505.**

ARTICLE VI: INITIAL BOARD OF DIRECTORS

The name and address of the initial Board of Directors of the corporation is **DON SCHROEDER, 3801 PACE BOULEVARD, PENSACOLA, FLORIDA, 32505.**

The undersigned has executed these Articles of Incorporation this 18th day of June, 1997.

"Papa Don Productions, Inc. by Don Schroeder"


DON SCHROEDER

**CERTIFICATE OF DESIGNATION
REGISTERED AGENT / REGISTERED OFFICE**

Pursuant to the provisions of section 607.0501, Florida Statutes, the mentioned 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: **PAPA DON PRODUCTIONS, INC.**
2. The name and street address of the registered agent and office is:

**DON SCHROEDER
3801 PACE BOULEVARD
PENSACOLA, FL 32505**

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE-STATED 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.


DON SCHROEDER

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98 JAN 23 PM 2:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA