

P980000/5373

TRANSMITTAL LETTER

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

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 FEB 16 AM 9:24

SUBJECT: Rain Bow PRODUCTION, Inc.

(Proposed corporate name - must include suffix)

800002431148--4  
-02/16/98--01041--009  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

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: Rain Bow PRODUCTION, Inc.  
Name (Printed or typed)

112 WEST ADAMS Street Suite #701  
Address

Jacksonville, Florida 32202  
City, State & Zip

(904) 355-3305  
Daytime Telephone number

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

D. BROWN FEB 17 1998

**ARTICLES OF INCORPORATION**

**OF**

***RainBow Production, INC.***

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*I, 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 - CORPORATION NAME**

*The name of the corporation is RainBow Production, Inc.*

**ARTICLE II - PRINCIPAL PLACE OF BUSINESS**

*The initial street address of the principal office of this corporation is 112 West Adams Street Suite #701, Jacksonville, Florida 32202.*

**ARTICLE III - STOCK**

*The maximum number of shares of stock that the corporation is authorized to have outstanding at any one time is:*

*1000*

*A. Shareholders of the corporation shall have preemptive rights to acquire their pro rata share of stock of the corporation for all issues of the one class of common stock of the corporation no matter when authorized, and for whatever consideration is contemplated to be received by the corporation, including but not limited to cash, other property, services, acquisition of the other corporations' shares or property through merger or extinguishment of debts. Preemptive rights shall apply to the reissuance of all redeemed or otherwise acquired shares, including the reissuance of treasury shares.*

*B. This Article pertaining to preemptive rights may not be amended or deleted without the unanimous vote of the shareholders.*

C. No issue of stock of the corporation shall take place unless the price at which the stock is to be issued shall be unanimously approved by the shareholders of the corporation.

D. There shall be no more than four (4) shareholders of this corporation at any time. Said shareholders may be real persons and or legal entities such as corporations, associations, or partnerships.

#### **ARTICLE IV - INITIAL REGISTERED AGENT**

The initial designation of the registered agent office of this corporation shall be Mary Branton, 112 West Adams Street, Jacksonville, Florida 32202. Pursuant to Florida Statutes Section 607.164, having been named to accept process for the above stated corporation, at the place designated in these Articles of Incorporation, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.

*Mary Branton*  
Mary Branton

#### **ARTICLE V - CORPORATOR**

The name and address of the initial incorporator is as follows:

Mary Branton                      112 West Adams Street Suite #701  
   Jacksonville, Florida 32202

#### **ARTICLE VI - TERM OF EXISTENCE**

This corporation is to exist perpetually.

#### **ARTICLE VII - DIRECTORS**

The business affairs of the corporation shall be carried on by a President, and a Vice-President and two Members At Large, elected by shareholders as provided by the By-Laws of the corporation. A Director need not be a resident of the State of Florida.

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## **ARTICLE VIII - INITIAL DIRECTORS**

*The names and addresses of the persons who shall serve as Directors and Officers until the first annual meeting of the shareholders, or until their successors shall have been elected and qualified, are as follows:*

<b><u>NAMES</u></b>	<b><u>ADDRESS</u></b>
Mary Branton President	112 West Adams Street Suite 701 Jacksonville, Florida 32202
Roscoe Branton, Jr. Vice President	P.O. Box 40764 Jacksonville, Florida 32203

## **ARTICLE IX - AMENDMENT**

*The Articles of Incorporation may be amended in the manner provided by law. Every Amendment shall be approved by a majority vote of the shareholders based on a majority of the stock entitled to vote thereon, unless all the shareholder sign a written statement manifesting their intention that a certain amendment if these Articles of Incorporation be made.*

*IN WITNESS WHEREOF, MARY BRANTON, the incorporator, has hereunto set her hand and seal this 13 day of February, 1998.*

*Mary Branton*  
**Mary Branton**

**STATE OF FLORIDA  
COUNTY OF DUVAL**

*BEFORE ME, the undersigned authority, personally appeared, Mary Branton, who, after first being duly sworn, deposes and says that she is the person described in the foregoing Articles of Incorporation and she subscribed to those Articles of Incorporation.*

*WITNESS my hand and official seal in the County and State named above, this 13 day of February, 1998.*

*Christopher J. Kozak*  
**NOTARY PUBLIC**  
*My commission expires:*



Christopher J. Kozak  
MY COMMISSION # CC670056 EXPIRES  
August 7, 2001  
BONDED THRU TROY FAIR INSURANCE, INC.