

P98000040737

Sonia Fields  
Requestor's Name  
703 S. Indian River Dr.  
Address  
Fort Pierce, FL 34950.  
City/State/Zip Phone #

FILED

98 MAY -5 PM 4:37

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Office Use Only

**CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):**

1. Memory Maker Productions Inc.  
(Corporation Name) (Document #)
2. \_\_\_\_\_  
(Corporation Name) (Document #)
3. \_\_\_\_\_  
(Corporation Name) (Document #)
4. \_\_\_\_\_  
(Corporation Name) (Document #)

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☐ Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

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DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

(5)

Examiner's Initials

P. Hall

MAY -5 1998

ARTICLES OF INCORPORATION  
OF  
MEMORY MAKER PRODUCTIONS INC

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

WE THE UNDERSIGNED, IN ORDER TO FORM A CORPORATION UNDER AND PURSUANT TO THE PROVISIONS OF THE LAWS OF FLORIDA FOR THE PURPOSES SET FORTH BELOW, HEREBY SUBSCRIBED TO THESE ARTICLES OF INCORPORATION.

I

THE NAME OF THE CORPORATION SHALL BE MEMORY MAKER PRODUCTIONS INC.

II

THE PURPOSES AND GENERAL NATURE OF THE BUSINESS TO BE CONDUCTED AND TRANSACTED BY THE CORPORATION SHALL BE AS FOLLOWS:

A- TO DO AND TRANSACT ANY AND ALL BUSINESS AS PERMITTED UNDER THE LAWS OF THE STATE OF FLORIDA AND THE UNITED STATES OF AMERICA.

B- TO PROMOTE AND PERFORM IN THE PROMOTION OF ANY AND ALL ENTERTAINMENT EVENTS SUCH AS BIRTHDAY PARTIES, ANNIVERSARY PARTIES, WEDDINGS, CONCERTS AND ANY OTHER SUCH EVENTS. TO HIRE, FIRE AND ENTER INTO CONTRACTS WITH PERFORMERS OF SUCH EVENTS AS WELL AS PEOPLE WANTING TO HAVE PERFORMERS. TO ARRANGE FOR AND PROCURE THE PLACEMENT OF ALL PERSONNEL OF SUCH EVENTS INCLUDING BUT NOT LIMITED TO SOUND, ELECTRICAL, STAGING AND JUST ANYTHING AND EVERYTHING TO DO WITH THE PERFORMANCE OF AN EVENT AND TO GUARANTEE ITS SMOOTH OPERATION. TO MANUFACTURE AND MAKE AVAILABLE FOR SALE ALL TICKETS FOR ENTRY BY THE GENERAL PUBLIC TO SUCH EVENTS.

C- TO DRAW, MAKE, ACCEPT, ENDORSE, DISCOUNT, EXECUTE, AND ISSUE PROMISSORY NOTES, BILLS OF EXCHANGE, AND OTHER NEGOTIABLE INSTRUMENTS, INCLUDING BONDS, DEBENTURES, OR OTHER OBLIGATIONS OF THIS CORPORATION, WHETHER SECURED BY MORTGAGE PLEDGE, OR OTHERWISE, OR UNSECURED, FOR MONEY BORROWED, OR IN PAYMENT FOR PROPERTY PURCHASED OR ACQUIRED, OR FOR OTHER LAWFUL OBJECTIVES.

D- TO GUARANTEE, PURCHASE, HOLD, SELL, ASSIGN, TRANSFER, MORTGAGE, PLEDGE OR OTHERWISE DISPOSE OF THE SHARES OF CAPITAL STOCK, OR ANY BONDS, SECURITIES, OR OTHER EVIDENCES OF INDEBTEDNESS, CREATED BY CORPORATION AND WHILE OWNER OF SUCH STOCK OR EVIDENCES OF INDEBTEDNESS, TO EXERCISE ALL OF THE RIGHTS, POWERS, AND PRIVILEGES OF OWNERSHIP, INCLUDING THE RIGHT TO VOTE ACCORDING TO THE RIGHTS OF SAID INSTRUMENTS AND AGREEMENTS.

E- TO PURCHASE, HOLD, SELL, AND TRANSFER SHARES OF IT'S OWN CAPITAL STOCK, SUBJECT, HOWEVER, TO SUCH LIMITATIONS AS MAY BE PROVIDED BY LAW; AND PROVIDED FURTHER, THAT SHARES OF IT'S OWN CAPITAL STOCK OWNED BY THE CORPORATION SHALL NOT BE VOTED UPON DIRECTLY OR INDIRECTLY NOR COUNTED AS OUTSTANDING FOR THE PURPOSE OF ANY STOCKHOLDER'S QUORUM OR VOTE.

WITHOUT LIMITING ANY OF THE PURPOSES, POWERS AND OBJECTS OF THIS CORPORATION, IT IS EXPRESSLY DECLARED AND PROVIDED THAT THIS CORPORATION SHALL HAVE POWER IN CARRYING ON IT'S OWN BUSINESS, OR FOR THE PURPOSE OF ACCOMPLISHMENT OF ANY OF THE PURPOSES OR ATTAINMENT OF THE OBJECTS HEREINABOVE SPECIFIED, TO MAKE AND PERFORM CONTRACTS OF ANY KIND AND DESCRIPTION AND TO

DO ANY AND ALL OTHER ACTS AND THINGS, AND TO EXERCISE ANY AND ALL POWERS, EITHER AS PRINCIPAL, AGENT OR BROKER, CONFERRED BY THE LAWS OF FLORIDA UPON CORPORATIONS, AND WHICH A PARTNERSHIP OR NATURAL PERSON COULD DO AND EXERCISE, AND WHICH NOW OR HEREAFTER MAY BE AUTHORIZED BY LAW.

III

THE NUMBER OF SHARES OF STOCK THAT THIS CORPORATION IS AUTHORIZED TO HAVE OUTSTANDING AT ANYTIME IS 7,500 SHARES OF \$1.00 PAR VALUE.

IV

THE AMOUNT OF CAPITAL WITH WHICH THIS CORPORATION SHALL BEGIN BUSINESS SHALL BE \$1,000.00

V

THE EXISTENCE OF THIS CORPORATION SHALL BE PERPETUAL.

VI

THE PRINCIPAL OFFICE OF THIS CORPORATION SHALL BE LOCATED AT 703 SOUTH INDIAN RIVER DRIVE, FORT PIERCE, FLORIDA 34951.

VII

THE BOARD OF DIRECTORS OF THIS CORPORATION SHALL CONSIST OF NOT LESS THAN ONE AND NOT MORE THAN SEVEN MEMBERS.

VIII

THE NAMES AND ADDRESSES OF THE FIRST BOARD OF DIRECTORS, WHO SHALL, SUBJECT TO THESE ARTICLES OF INCORPORATION, BY LAWS, AND THE LAWS OF THE STATE OF FLORIDA, HOLD OFFICE FOR THE FIRST YEAR OF THE CORPORATIONS EXISTENCE, OR UNTIL THEIR SUCCESSORS SHALL HAVE BEEN ELECTED AND QUALIFIED, ARE AS FOLLOWS:

SONIA FIELDS  
703 SOUTH INDIAN RIVER DRIVE  
FORT PIERCE, FLORIDA 34951

IX

THE REGISTERED AGENT AND THE REGISTERED OFFICE FOR THIS CORPORATION IS:

SONIA FIELDS  
703 SOUTH INDIAN RIVER DRIVE  
FORT PIERCE, FLORIDA 34951

X

THE OFFICERS OF THE CORPORATION UNTIL THE FIRST MEETING OF THE CORPORATION BOARD OF DIRECTORS, OR UNTIL SUCCESSORS ARE ELECTED, SHALL BE:

SONIA FIELDS - PRESIDENT  
SONIA FIELDS - VICE PRESIDENT  
SONIA FIELDS - SECRETARY  
SONIA FIELDS - TREASURER

XI

THIS CORPORATION SHALL BE INITIALLY GOVERNED BY THE STOCKHOLDERS, NOTWITHSTANDING OTHER PROVISIONS OF THESE ARTICLES OF INCORPORATION. AT THE DISCRETION OF THE INITIAL STOCKHOLDERS OR THE SUCCESSOR OF ALL SHARES OF THE STOCKHOLDERS, OR WHEN THERE ARE TWO OR MORE STOCKHOLDERS OWNING STOCK IN THE CORPORATION, AT A MEETING HELD FOR THAT PURPOSE, STOCKHOLDERS MAY ELECT TO OPERATE WITH A BOARD OF DIRECTORS AND OFFICERS AS PROVIDED ELSEWHERE IN THESE ARTICLES OF INCORPORATION. AT SUCH TIME THERE SHALL BE ELECTED A MINIMUM OF TWO DIRECTORS WHO SHALL HOLD OFFICE FOR ONE YEAR AFTER THEIR ELECTION OR UNTIL THEIR SUCCESSORS ARE ELECTED OR APPOINTED AND HAVE QUALIFIED. THE STOCKHOLDERS SHALL ALSO ELECT SUCH PERSONS TO FILL THE OFFICES OF: PRESIDENT, VICE PRESIDENT, SECRETARY AND TREASURER AND SUCH OTHER OFFICES AS PERMITTED BY THE BY-LAWS OF THE CORPORATION. THE OFFICERS SHALL SERVE FOR ONE YEAR AFTER THEIR ELECTION OR UNTIL THEIR SUCCESSORS ARE ELECTED OR APPOINTED AND HAVE QUALIFIED. THE MANNER AND FORM OF ELECTING OR APPOINTING OFFICERS AND DIRECTORS SHALL BE SET OUT IN THE BY-LAWS.

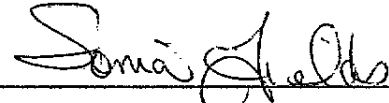
XII

EACH SHAREHOLDER OF THE CORPORATION SHALL HAVE PREEMPTIVE RIGHTS

XIII

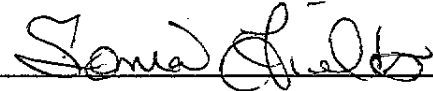
ACKNOWLEDGMENT AND CONSENT OF REGISTERED AGENT

HAVING BEEN MADE INITIAL REGISTERED AGENT TO ACCEPT SERVICE OF PROCESS OF THE CORPORATION AT THE INITIAL REGISTERED OFFICE DESIGNATED IN THESE ARTICLES OF INCORPORATION, I HEREBY ACCEPT SUCH STATUS AND CONSENT TO ACT IN THIS CAPACITY AND AGREE TO COMPLY WITH ALL REQUIREMENTS OF THE LAW PERTAINING THERETO.



SONIA FIELDS - REGISTERED AGENT

IN WITNESS WHEREOF, WE HAVE HEREUNTO MADE, SUBSCRIBED AND ACKNOWLEDGED THESE ARTICLES OF INCORPORATION.



SONIA FIELDS -  
PRESIDENT, VICE PRESIDENT,  
SECRETARY AND TREASURER

STATE OF FLORIDA  
COUNTY OF ST. LUCIE

I HEREBY CERTIFY THAT ON THIS DAY PERSONALLY APPEARED SONIA FIELDS, TO ME WELL KNOWN TO BE THE SAME PERSONS DESCRIBED IN AND WHO EXECUTED THESE ARTICLES OF INCORPORATION, AND ACKNOWLEDGED THE ARTICLES TO BE THE ACT AND DEED OF THE SUBSCRIBER(S) AND THAT THE FACTS SET FORTH THEREIN ARE TRUE.

98 MAY -5 PM 4:37  
FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

WITNESS MY HAND AND SEAL AT FORT PIERCE, ST. LUCIE COUNTY, FLORIDA, ON  
THIS THE 14TH DAY OF April, 1998.

Dorothy M. Davis  
NOTARY SIGNATURE Dorothy M Davis

Dorothy M. Davis  
PRINTED NOTARY SIGNATURE

MY COMMISSION EXPIRES:

SEAL:

