

P48000089585

WELLBAUM & MCLENNON, P.A.

ATTORNEYS AT LAW  
1160 SOUTH MCCALL ROAD  
SUITE B  
ENGLEWOOD, FLORIDA 34223

R. W. WELLBAUM, JR.  
THOMAS P. MCLENNON\*  
LORI WELLBAUM WOLFF\*\*

TELEPHONE (941) 474-3241  
FAX (941) 475-2927

\*ALSO ADMITTED IN ILLINOIS  
\*\*ALSO ADMITTED IN CALIFORNIA

October 16, 1998

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

400002666444--7  
-10/19/98--01018--017  
\*\*\*\*122.50 \*\*\*\*\*78.75

Re: LYONNAIS CORPORATION

Dear Sir or Madam:

Please find enclosed an original and one copy of the Articles of Incorporation for the above referenced matter.

Please file the Articles of Incorporation with the State and return a certified copy of same to my office.

Also enclosed is a check in the amount of \$122.50 for costs of filing.

Should you have any questions, please contact my office.

Very truly yours,

  
R. W. WELLBAUM, JR.

RWW/jsb

Enclosures

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 OCT 19 AM 9:15

10-21  
105

ARTICLES OF INCORPORATION  
OF  
LYONNAIS CORPORATION

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 OCT 19 AM 9:15

Article I - Name

The name of this corporation is: LYONNAIS CORPORATION.

Article II - Duration

This corporation shall have perpetual existence.

Article III - Purpose

The purpose of this corporation shall be to and operate video sales and rentals and any lawful business not prohibited by the laws of the State of Florida or the United States of America.

Article IV - Capital Stock

This corporation is authorized to issue 5,000 shares of one (\$1.00) dollar par value common stock.

Article V - Preemptive Rights

There shall be no preemptive rights.

Article VI - Initial Registered Office and Agent

The street address and the mailing address of the initial registered office and the principal office of this corporation is 4275 S. Access Road, Englewood, Florida, and the name of the initial registered agent of this corporation at that address is Jean P. Lyonnais.

Article VII - Initial Board of Directors

This corporation shall have two directors initially. The number of directors may be either increased or diminished from time to time by the By-laws, but shall never be less than one.

The names and addresses of the directors of this corporation are:

Jean P. Lyonnais  
10323 Wilmington Blvd.  
Englewood, Florida 34224

Claire Lyonnais  
10323 Wilmington Blvd.  
Englewood, Florida 34224

Article VIII - Incorporators

Jean P. Lyonnais  
10323 Wilmington Blvd.  
Englewood, Florida 34224

Claire Lyonnais  
10323 Wilmington Blvd.  
Englewood, Florida 34224

Article IX - By-Laws

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

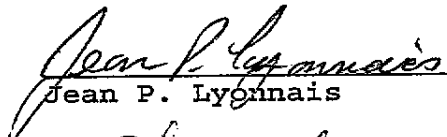
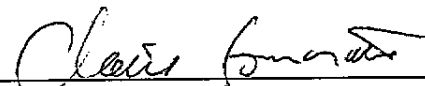
Article X - Indemnification

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

Article XI - Amendment

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the Shareholders is subject to this reservation.


IN WITNESS WHEREOF, the undersigned subscribers have executed these articles of Incorporation, this \_\_\_\_\_ day of \_\_\_\_\_, 1998.

  
Jean P. Lyonnais  
  
Claire Lyonnais

STATE OF FLORIDA     )  
                                  )     ss:  
COUNTY OF CHARLOTTE )

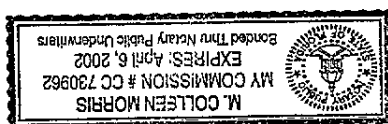
13<sup>th</sup> The foregoing instrument was acknowledged before me this day of October, 1998, by Jean P. Lyonnais  
[ ] who is personally known to me; or  
[x] who has provided FL. Driver's License as identification.




  
Signature of Notary  
State of Florida

STATE OF FLORIDA     )  
                                  )     ss:  
COUNTY OF CHARLOTTE )

15<sup>th</sup> The foregoing instrument was acknowledged before me this day of October, 1998, by Claire Lyonnais  
[ ] who is personally known to me; or  
[x] who has provided FL. Driver's License as identification.



  
Signature of Notary  
State of Florida

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE  
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

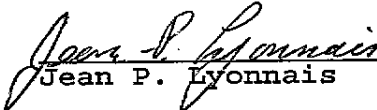
-----

In pursuance of Chapter 48-091, Florida Statutes, the following is submitted, in compliance with said Act:

That LYONNAIS CORPORATION desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation, in the town of Englewood, State of Florida, has named JEAN P. LYONNAIS, of 4275 S. Access Road, Englewood, Florida, 34224, as its agent to accept service of process within this state.

ACKNOWLEDGMENT

Having been named to accept service of process for the above stated corporation, at place designated in this Certificate, I hereby accept to act in this capacity and agree to comply with the provision of said Act relative to keeping open said office.

  
Jean P. Lyonnais

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 OCT 19 AM 9:15