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TRANSMITTAL LETTER

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

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-11/13/98--01065--002  
\*\*\*\*\*122.50 \*\*\*\*\*78.75

SUBJECT: WINDING RIVER PRODUCTIONS, INC.  
(Proposed corporate name - must include suffix)

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: DAVID L. HALSEY  
Name (Printed or typed)

3306 SAWGRASS VILLAGE CIRCLE  
Address

PONTE VEDRA BEACH, FL 32082  
City, State & Zip

904-280-1900  
Daytime Telephone number

FILED  
98 NOV 13 PM 2:11  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

50  
11/18

## Articles of Incorporation

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

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CLERK OF DISTRICT COURT  
TALLAHASSEE, FLORIDA

### ARTICLE I

The name of the corporation shall be: Winding River Productions, Inc.

### ARTICLE II

The corporation shall have perpetual existence unless sooner dissolved as be directed by law.

### ARTICLE III

The corporation may transact any and all lawful business for which corporations may be incorporated under the Florida General Corporations Act.

### ARTICLE IV

The maximum number of shares of stock that this corporation is authorized to issue and have outstanding at any one time shall be one thousand fifty shares of common stock having a nominal or par value of one dollar per share. The consideration to be paid for each share shall be money, property or services of value at least equivalent to the stock issued as fixed and determined, from time to time, by the Board of Directors.

### ARTICLE V

The amount of capital with which this corporation will begin business shall not be less than five hundred dollars.

### ARTICLE VI

The street address of the initial office of this corporation is 3306 Sawgrass Village Circle, Ponte Vedra Beach, FL 32082.

#### ARTICLE VII

The name and address of the initial registered agent of this corporation is: David L. Halsey, 109 Regents Place, Ponte Vedra Beach, FL 32082.

#### ARTICLE VIII

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

#### ARTICLE IX

This corporation shall have three directors initially. The names and addresses of the directors of this corporation, who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

David L. Halsey, Director  
109 Regents Place  
Ponte Vedra, FL 32082

Braccus Giavanno, Director  
1224 Ocean Front  
Neptune Beach, FL 32266

Robert Barrett-Smith, Director  
2025 Indian Springs Drive  
Jacksonville, FL 32246

#### ARTICLE X

The subscriber of the Articles of Incorporation, together with his respective address is: David L. Halsey, 109 Regents Place, Ponte Vedra Beach, FL 32082.

#### ARTICLE XI

These Articles of Incorporation may be amended in a manner provided therefor by the laws of the State of Florida. Each amendment to these Articles of Incorporation shall be proposed by one or more of the Stockholders of this corporation. Any questions, motion or action of the stockholders of this corporation shall be decided by a majority vote of the stockholders entitled to vote thereon. The By-Laws of this corporation shall be promulgated, adopted, amended, changed or deleted by the stockholders of this

corporation. The business affairs of this corporation shall be conducted by the Board of Directors, and the directors thereof, shall be elected at the annual meeting of the stockholders of this corporation as a condition precedent to holding an office or being a director or agent of this corporation. The officers and directors in this corporation shall have and enjoy all the rights, privileges and immunities of a corporation operating under the laws of the State of Florida, appertaining thereto at the time of the incorporation hereof and any amendments thereto. The number and nature of the offices in this corporation may be increased, deleted or changed by the By-Laws of this corporation in keeping with the laws of the State of Florida appertaining thereto.

In witness whereof, the undersigned subscriber has executed the forgoing Articles of Incorporation, this 12<sup>th</sup> Day of November, 1998.

Signed in the presence of:

*Julie M. Eger*  
Witness

*David L. Halsey*  
David L. Halsey  
Registered agent & incorporator

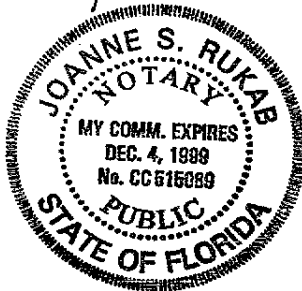
State of Florida  
responsibilities as  
County of *St. Johns*

\*I Accept the duties &  
registered agent of this corporation.

Before me, the undersigned authority, personally appeared David L. Halsey, who upon first being duly sworn, deposes and says that he has read the forgoing Articles of Incorporation, and that he has executed same freely and voluntarily.

Witness my hand and seal this \*  
*12<sup>th</sup>* day of *November* 1998 at  
County of *St. Johns*, Florida.

*Joanne S. Rukab*  
Notary Public



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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA