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**Robert A. Heekin, Esq.**

4347-4 University Boulevard South, Jacksonville, Florida 32216 • (904) 636-9777 • Fax (904) 636-5665

January 5, 1999

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

100002732391--3

-01/06/99--01086--001

\*\*\*\*\*70.00 \*\*\*\*\*70.00

Re: Northside Entertainment Corporation

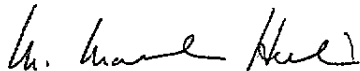
Gentlemen:

Enclosed for filing is an original copy of the Articles of Incorporation of Northside Entertainment Corporation. Also enclosed is a check in the amount of \$70.00 to cover the following filing fees:

Filing Fee	\$35.00
Designation of Registered Agent	<u>35.00</u>
Total	\$70.00

If you should have any questions concerning this proposed incorporation, please contact our office.

Sincerely,



M. Mark Heekin

Enclosures

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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**ARTICLES OF INCORPORATION  
OF  
NORTHSIDE ENTERTAINMENT CORPORATION**

The undersigned, for the purpose of forming a corporation for profit under the laws of Florida, adopts the following Articles of Incorporation.

**ARTICLE I**

**NAME AND ADDRESS**

Section 1.1 Name. The name of the corporation is Northside Entertainment Corporation.

Section 1.2 Address. The principal office and mailing address of the corporation shall be 4347-10 University Boulevard South, Jacksonville, Florida 32216.

**ARTICLE II**

**DURATION**

Section 2.1 Duration. This corporation shall exist perpetually. Corporate existence shall commence on the date these Articles are executed and acknowledged, except that if they are not filed by the Department of State of Florida within five days, exclusive of legal holidays, after they are executed and acknowledged, corporate existence shall commence upon filing by the Department of State.

**ARTICLE III**

**PURPOSES**

Section 3.1 Purposes. This corporation is organized for the purpose of transacting any or all lawful business permitted under the laws of the United States and of the State of Florida.

**ARTICLE IV**

**CAPITAL STOCK**

Section 4.1 Authorized Capital. The maximum number of shares of stock which this corporation is authorized to have outstanding at any one time is 500 shares of voting common stock having a par value of \$1.00 per share.

Section 4.2 Restrictions on Transfer of Stock. The shareholders may, by agreement or bylaw provision, impose such restrictions on the sale, transfer, or encumbrance of the stock of this corporation as is deemed necessary.

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

## ARTICLE V

### INITIAL REGISTERED OFFICE AND AGENT

Section 5.1 Name and Address. The street address of the initial registered office of this corporation is 4347-10 University Boulevard South, Jacksonville, Florida 32216, and the name of the initial registered agent of this corporation at that address is Peter D. Sleiman.

Section 5.2 Acceptance by Registered Agent. By executing these Articles as incorporator, the registered agent hereby accepts his appointment and agrees to act in this capacity and to comply with the provisions of the Florida Statutes governing same.

## ARTICLE VI

### DIRECTORS

Section 6.1 Number. This corporation shall have two (2) directors initially. The number of directors may be increased or diminished from time to time by the bylaws, but shall never be less than one, or more than ten.

Section 6.2 Initial Directors. The name and street address of the members of the first board of directors of the corporation are:

<u>Name</u>	<u>Address</u>
Anthony T. Sleiman	4347-10 University Boulevard South Jacksonville, Florida 32216
Peter D. Sleiman	4347-10 University Boulevard South Jacksonville, Florida 32216

Section 6.3 Compensation. The board of directors is hereby specifically authorized to make provision for reasonable compensation to its members for their services as directors, and to fix the basis and conditions upon which such compensation shall be paid. Any director of the corporation may also serve the corporation in any other capacity and receive compensation therefor in any form.

Section 6.4 Indemnification. The corporation shall indemnify directors and officers to the full extent permitted by law.

## ARTICLE VII

### BYLAWS

Section 7.1 Bylaws. The initial bylaws of this corporation shall be adopted by the board of directors. Bylaws shall be adopted, altered, amended or repealed from time to time by either the shareholders or the board of directors, but the board of directors shall not alter, amend or repeal any

bylaw adopted by the shareholders if the shareholders specifically provide that such bylaw is not subject to amendment or repeal by the board of directors.

## ARTICLE VIII

### INCORPORATION

Section 8.1 Name and Address. The name and street address of the incorporator of this corporation are:

Name

Address

Peter D. Sleiman

4347-10 University Boulevard South  
Jacksonville, FL 32216

## ARTICLE IX

### AMENDMENT

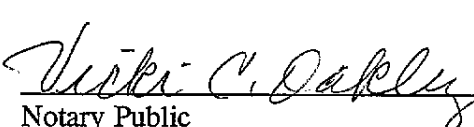
Section 9.1 Amendment. This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the incorporator has executed these Articles the 5<sup>th</sup> day of January, 1999.

  
\_\_\_\_\_  
Peter D. Sleiman

STATE OF FLORIDA  
COUNTY OF DUVAL

The foregoing instrument was acknowledged before me this 5<sup>th</sup> day of January, 1999, by Peter D. Sleiman, who is personally known to me.

  
\_\_\_\_\_  
Notary Public

Printed Name \_\_\_\_\_

My Commission Expires: \_\_\_\_\_

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TALLAHASSEE, FLORIDA

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