

P990000 31736

WRIGHT, FULFORD, MOORHEAD & BROWN, P.A.

ATTORNEYS

145 NORTH MAGNOLIA AVENUE  
POST OFFICE BOX 2828  
ORLANDO, FLORIDA 32802-2828

CHAD A. WALTERS

March 30, 1999

Secretary of State  
Division of Corporations  
Post Office Box 6327  
Tallahassee, Florida 32314

Re: TIMEKEEPER PRODUCTIONS, Inc.

Dear Sir:

Enclosed please find articles of incorporation for TIMEKEEPER PRODUCTIONS, Inc., to be filed with the Secretary of State, Division of Corporations. I have enclosed the filing fee in the amount of \$78.75. If you should have any questions, please do not hesitate to give me a call.

Very truly yours,

  
Chad A. Walters

CAW/baf  
Enclosures

600002827956-4  
-04/02/99-01066-005  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

B. BROCK APR 7 1999

FILED  
99 APR -2 AM 11:55  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

POST OFFICE BOX 2828  
ORLANDO, FLORIDA 32802-2828  
(407) 425-0234  
(407) 425-0260 (FACSIMILE)

WWW.WFMBLAW.COM

POST OFFICE BOX 16199  
SAN DIEGO, CALIFORNIA 92176  
(619) 641-7856  
(619) 516-3200 (FACSIMILE)

**ARTICLES OF INCORPORATION  
OF  
TIMEKEEPER PRODUCTIONS, INC.**

The undersigned subscribers of these Articles of Incorporation, natural person, competent to contract, hereby form a Corporation under the laws of the State of Florida.

**ARTICLE I  
NAME AND PRINCIPAL OFFICE**

The name of the Corporation shall be **TIMEKEEPER PRODUCTIONS, INC.**  
The address of the Corporation shall be 4951 Caspian Ct., Orlando, FL 32819.

**ARTICLE II  
AUTHORIZED STOCK**

The Corporation is authorized to issue 100 Shares of \$1.00 par value Common Stock.

**ARTICLE III  
VOTING RIGHTS**

Except as otherwise provided by law, the entire voting power for the election of directors and for all other purposes shall be vested exclusively in the holders of the outstanding Common Stock of the Corporation.

**ARTICLE IV  
INCORPORATORS**

The name and address of the person signing these Articles of Incorporation is:

NAME

ADDRESS

Chad A. Walters, Esq.

145 N. Magnolia Ave.  
Orlando, FL 32801

**ARTICLE V  
PREEMPTIVE RIGHTS**

The Corporation elects to have preemptive rights as set forth in Florida Statute §607.0630(2).

FILED  
99 APR -2 AM 11:55  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLE VI  
REGISTERED OFFICE, REGISTERED  
AGENT AND RESIDENT AGENT**

The street address of the registered office of this Corporation is 145 North Magnolia Ave., Orlando, FL 32801. The name of the initial Registered Agent and Resident Agent of this Corporation is Chad A. Walters, Esquire.

**ARTICLE VII  
BOARD OF DIRECTORS**

This Corporation shall have two (2) directors. 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 (1). The names and addresses of the directors of this Corporation are:

<u>NAME</u>	<u>ADDRESS</u>
Eric H. Brown	4951 Caspian Ct. Orlando, FL 32819
Heather L. Horne	4951 Caspian Ct. Orlando, FL 32819

**ARTICLE VIII  
OFFICERS OF THE CORPORATION**

The names and addresses of the Officers are:

<u>NAME</u>	<u>ADDRESS</u>
Eric H. Brown	4951 Caspian Ct. Orlando, FL 32819
Heather L. Horne	4951 Caspian Ct. Orlando, FL 32819 Eric Brown

**ARTICLE IX  
PURPOSE**

The Corporation is to engage in all lawful businesses, including all powers necessary or convenient to effect its purpose.

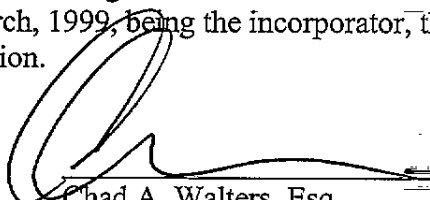
**ARTICLE X  
INDEMNIFICATION**

This 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 subscriber has executed these Articles of Incorporation this 31<sup>st</sup> day of March, 1999, being the incorporator, this date and undersigned adopts these Articles of Incorporation.

  
\_\_\_\_\_  
Chad A. Walters, Esq.

STATE OF FLORIDA)  
COUNTY OF ORANGE)

**BEFORE ME**, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared Chad A. Walters, Esq., who is personally known to me or who has produced \_\_\_\_\_ as identification, and acknowledged execution of the foregoing Articles of Incorporation and he executed said Articles of Incorporation for the purposes therein expressed.

**IN WITNESS WHEREOF**, I have hereunto set my hand and official seal in the State and County aforesaid, this 31<sup>st</sup> day of March, 1999.

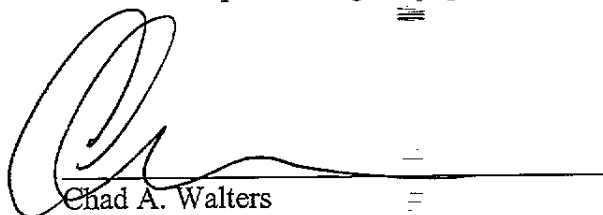
  
\_\_\_\_\_  
Notary Public State of Florida



Barbara D. Browning  
MY COMMISSION # CC489992 EXPIRES  
December 11, 1999  
BONDED THRU TROY FAIR INSURANCE, INC.

**ACCEPTANCE OF REGISTERED AGENT**

**I HEREBY ACCEPT** the appointment to act in the capacity of Registered Agent and Resident Agent and agree to comply with the provisions of the laws of the State of Florida relative to keeping said offices open. I am familiar with and accept the obligations provided for in Florida Statute §607.0505.

  
Chad A. Walters

STATE OF FLORIDA)  
COUNTY OF ORANGE)

**BEFORE ME**, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared Chad A. Walters, to me and known to me to be the person who executed the foregoing Acceptance of Registered Agent for the purposes therein expressed.

**IN WITNESS WHEREOF**, I have hereunto set my hand and official seal in the State and County aforesaid, this 3<sup>rd</sup> day of March, 1999.

  
Notary Public State of Florida



Barbara D. Browning  
MY COMMISSION # CC489992 EXPIRES  
December 11, 1999  
BONDED THRU TROY FAIN INSURANCE, INC

FILED  
99 APR -2 AM 11:55  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA