



THE UNITED STATES
CORPORATION
COMPANY

PA99000071479

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99 AUG 11 PM 4:50

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ACCOUNT NO. : 072100000032

REFERENCE : 338412 9585A

AUTHORIZATION :

Patricia Pigott

COST LIMIT : \$ 78.75

ORDER DATE : August 11, 1999

ORDER TIME : 4:14 PM

ORDER NO. : 338412-005

CUSTOMER NO: 9585A

700002957617--3

CUSTOMER: Del G. Potter, Esq
POTTER CLEMENT AND LOWRY
POTTER CLEMENT AND LOWRY
308 East Fifth Avenue

Mount Dora, FL 32757

DOMESTIC FILING

NAME: N.G.M. PRODUCTIONS, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Tamara Odom

EXAMINER'S INITIALS:

OK 8/11/99

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ARTICLES OF INCORPORATION

OF

N.G.M. PRODUCTIONS, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

NAME: The name of this Corporation is N.G.M. PRODUCTIONS, INC., and its address is 2649 Britt Road, Mount Dora, Florida 32757.

ARTICLE II

DURATION: This Corporation shall exist perpetually.

ARTICLE III

PURPOSE: The purpose is to engage in any activities or business permitted in the laws of the United States and Florida.

ARTICLE IV

CAPITAL STOCK: The Corporation shall have the authority to issue ONE THOUSAND (1,000) shares, all of one class, ONE (\$1.00) DOLLAR par value.

ARTICLE V

PREEMPTIVE RIGHTS: Every shareholder upon the sale for cash of any new stock of this corporation of the same kind, class and series as that which he already holds, shall have the right to purchase his pro rata share thereof, as nearly as may be done without issuance of fractional shares at the price at which it is offered to others.

ARTICLE VI

INITIAL REGISTERED OFFICE AND REGISTERED AGENT: The street address of the initial registered office and Registered Agent of this Corporation is 2649 Britt Road, Mount Dora, Florida 32757, and the name of the initial Registered Agent of this Corporation at that address is Nancy G. McDonald. The business address and mailing address of the corporation shall be the same as the Registered Agent.

ARTICLE VII

INITIAL BOARD OF DIRECTORS: This Corporation shall have two (2) Directors. The number of Directors may be either increased or decreased from time to time by the Bylaws but shall never be less than one. The names and addresses of the initial Directors of this Corporation are:

Nancy G. McDonald
7242 Lake Ola Dr.
Mount Dora, FL 32757

David S. McDonald
7242 Lake Ola Dr.
Mount Dora, FL 32757

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ARTICLE VIII

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

Nancy G. McDonald
7242 Lake Ola Dr.
Mount Dora, FL 32757

ARTICLE IX

POWER TO AMEND BYLAWS: The Bylaws can only be amended by an eighty five (85%) percent majority vote of the outstanding shares.

Nancy G. McDonald
NANCY G. MCDONALD

STATE OF FLORIDA
COUNTY OF LAKE

The foregoing instrument was acknowledged before me this 9th day of August, 1999 by NANCY G. MCDONALD,

() who is personally known to me and did not take an oath.

(X) who has produced FDL# M235-627-60-834-0 as identification and stated that he/she/they were indeed the person(s) set forth herein.



Rebecca Brown
NOTARY PUBLIC
My Commission Expires:

ACCEPTANCE OF REGISTERED AGENT

I, NANCY G. MCDONALD, hereby accept the position of Registered Agent for N.G.M. PRODUCTIONS, INC.

Nancy G. McDonald
NANCY G. MCDONALD