

MARK FRANZONI  
OFFICE XPRESS, INC  
1511-B PENMAN RD.  
JACKSONVILLE BEACH FL 3225

P99000096458

October 29, 1999

Hon. Sandra B. Mortham  
ATT: Corporate Records  
P.O. Box 6327  
Tallahassee, Fl 32314

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-11/01/99--01106--015  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

RE: POLLY B DANCE ACADEMY, INC.

Dear Madam:

Enclosed please find the original Articles of Incorporation for the above referenced corporation.

Also, please find a check in the amount of \$70.00 for filing of same. Your assistance in this matter is greatly appreciated.

Yours truly,

  
Mark Franzoni

FILED  
99 NOV -1 PM 3:04  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

R. VARNADORE NOV 01 1999

No Copy

ARTICLES OF INCORPORATION

OF

POLLY B DANCE ACADEMY, INC.

FILED  
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

I, the undersigned subscriber to these Articles of Incorporation, natural person competent to contract, hereby form a corporation under the Laws of the State of Florida.

ARTICLE I - NAME

The name of this corporation shall be:  
POLLY B DANCE ACADEMY, INC.

ARTICLE II - PRINCIPAL PLACE OF BUSINESS

The principal place of business of this corporation shall be:  
340 S. 23RD AVE., JACKSONVILLE BEACH, FL 32250

INCORPORATION

ARTICLE III - DURATION

This corporation shall have perpetual existence commencing on the date of this filing of these Articles with the Department of State.

ARTICLE IV - PURPOSE

This corporation is organized for the purpose of transacting any and all lawful business for which corporations may be incorporated under Chapter 607, Florida Statutes, as now exists or may after be amended.

ARTICLE V - CAPITAL STOCK

The maximum number of shares this corporation is authorized to issue is 300 shares of ONE DOLLAR (\$1.00) par value common stock which will be designated as "Common Shares."

ARTICLE VI - PREEMPTIVE RIGHTS

Every shareholder, upon the sale for cash of any new stock of this Corporation of the same kind, class, or series as that which he already holds, shall have the right to purchase his pro rata share thereof at the price at which it is offered to others.

**ARTICLE VII - INITIAL REGISTERED OFFICE AND AGENT**

The initial registered agent and office of this Corporation shall be:

PAULINE BOENEKE  
340 S. 23RD AVE.  
JACKSONVILLE BEACH, FL 32250

**ARTICLE VIII - BOARD OF DIRECTORS**

This Corporation shall have no directors, initially. The affairs of the Corporation will be managed by the shareholders until such time directors are designated as provided by the Bylaws.

**ARTICLE IX - INCORPORATORS**

The name and address of the Incorporator signing these Articles is:

PAULINE BOENEKE  
340 S. 23RD AVE.  
JACKSONVILLE BEACH, FL 32250

**ARTICLE X - INDEMNIFICATION**

The Corporation shall indemnify any Officer or Director to the full extent permitted by law.

**ARTICLE XI - AMENDMENT**

This Corporation reserves the right to amend or appeal any provision contained in these Articles of Incorporation, or any amendment hereto, by a majority vote of the Board of Directors, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation on this 29th day of October, 1999.

Pauline Boeneke  
PAULINE BOENEKE

STATE OF FLORIDA  
COUNTY OF DUVAL

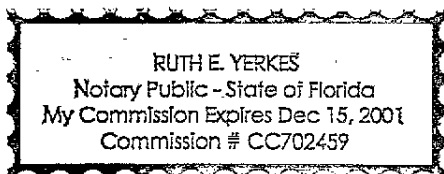
BEFORE ME, a Notary Public authorized to take acknowledgements in the State and County set forth above, personally appeared PAULINE BOENEKE, known to be and known by me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have set my hand and seal in the State and County above, this 29 day of Oct, 1999.

Ruth E Yerkes

NOTARY PUBLIC, State of  
Florida at Large

My Commission Expires: 12/15/01



**CERTIFICATE DESIGNATING REGISTERED AGENT AND  
PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF  
PROCESS WITHIN FLORIDA, AND ACCEPTANCE OF  
AGENT UPON WHOM PROCESS MAY BE SERVED**

In compliance with Sections 48.091 and 607.034, Florida Statutes, the following is submitted:

FIRST that POLLY B DANCE ACADEMY, INC., desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at 340 S. 23RD AVE., JACKSONVILLE BEACH, FL 32250, has named PAULINE BOENEKE as its agent to accept service of process within Florida.

Dated: 10/29/99

Pauline Boeneke  
PAULINE BOENEKE

Having been named to accept service of process for the above named corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper performance of my duties.

Pauline Boeneke  
PAULINE BOENEKE  
Registered Agent

and 607.034, Flor

INC., desiring  
of Florida, with  
JACKSONVILLE  
to accept ser

**FILED**  
99 NOV -1 PM 3:04  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA