

Lye & Lye Associates, Inc.

GEORGE LYE
7096 Taft Street
Hollywood, Florida 33024

ACCOUNTANTS
"Income Tax & Small Business Center"

LOLA LYE
(305) 963-2567
(305) 731-5556



Date: 12/16/99

PG9000 108775

Secretary of State
Attention: Ms. Loria Yvonne Poole
Division of Corporations
State of Florida
Tallahassee, Fl. 32304

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-12/20/99-01103-016
*****78.75 *****78.75

Re: Robert Free Productions, Inc.

Dear Madam:

Enclosed herewith are the Articles of Incorporation together with a copy of said Articles for
Above named _____, and our check in the
amount of \$ 78.75 for the following:

Filing Fee	\$ 35.00
Registered Agent	<u>35.00</u>
Certified Copy	<u>8.75</u>
Charter Tax	<u> </u>
Other	<u> </u>
Total Charges	\$ <u>78.75</u>

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SECRETARY OF STATE
TALLAHASSEE FLORIDA
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If the above name is not available, please call me by telephone for another name. Thank you kindly for your assistance in this matter.

Sincerely yours,

George J. Lye
Accountant

GJL/11
Enclosures

P.S. Hi Loria, Thanks for your help once again.

ARTICLES OF INCORPORATION

OF

ROBERT FREE PRODUCTIONS, INC.

The undersigned subscribers to these Articles of Incorporation, each a natural person competent to contract, hereby associate to form a corporation under the laws of the State of Florida and hereby does adopt the following Articles of Incorporation:

ARTICLE ONE

The name of this Corporation is:

ROBERT FREE PRODUCTIONS, INC.

ARTICLE TWO
NATURE OF BUSINESS

The general nature of the business to be transacted by this corporation is to engage in every aspect and phase of

Business Promotion and Advertising Services, and to own, lease, rent or otherwise acquire suitable property, and to buy and sell any and all commodities in connection with such operation. To establish franchises or subsidiaries or otherwise expand this business, as may seem fit by the Directors.

This Corporation is organized for the purpose of carrying on and conducting any business or businesses and every act of deed pertaining thereto, either directly or indirectly, which can lawfully be done under the laws of the State of Florida, and to such engage in and carry on said business or businesses in Florida or in any other State of the United States of America.

ARTICLE THREE
CAPITAL STOCK

The maximum number of shares of this corporation shall be Five Hundred (500) shares, said shares having a par value of One Dollar (\$1.00) each; and to be fully paid and non-assessable; all of which shall be common stock; and the same shall be issued and sold for such consideration as may be fixed by the Board of

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

Directors hereof. Said shares of stock shall be issued, sold, or transferred only in accordance with the by-laws of the corporation as the corporation may, from time to time, make, and all of said shares of stock shall be paid for either in cash, property, labor or services, it being recognized that property, labor or services may be purchased or paid for with the capital stock of the corporation at a just valuation.

ARTICLE FOUR
INITIAL CAPITAL

The amount of capital with which this Corporation will begin business will not be less than:

Five Hundred Dollars (\$500.00)

ARTICLE FIVE
TERM OF EXISTENCE

This Corporation is to exist perpetually.

ARTICLE SIX
ADDRESS

The initial post office address of the principal office of this Corporation in the State of Florida is:

2007 N 25 Avenue
Hollywood, FL 33020-2328

ARTICLE SEVEN
DIRECTORS

This Corporation shall have 2 (Two) Directors initially. The number of Directors may be increased or decreased from time to time by the by-laws adopted by the Stockholders, but shall never be less than one.

ARTICLE EIGHT
INITIAL DIRECTORS

The names and post office addresses of the first Board of Directors are:

Robert E. Free and Stephen W. Branham
2007 N 25 Avenue
Hollywood, FL 33020

ARTICLE NINE
SERVICE OF PROCESS

The following person has been named by this Corporation to accept service of process within the State of Florida:

Robert E. Free
2007 N 25 Ave.
Hollywood, FL 33020

ARTICLE TEN
INITIAL OFFICERS

The name and address of the initial officers of this corporation is:

<u>NAME</u>	<u>OFFICE</u>	<u>ADDRESS</u>
Robert E. Free	President/Treasurer	2007 N 25 Ave., Hollywood, FL
Stephen W. Branham	Secretary/Vice-President	" " "

ARTICLE ELEVEN
INCORPORATOR

The name and address of the party signing this document entitled "Articles of Incorporation" is:

Robert E. Free
2007 N 25 Avenue
Hollywood, FL 33020

ARTICLE TWELVE
AMENDMENT

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendments thereto and any right conferred upon the shareholders is subject to this reservation.

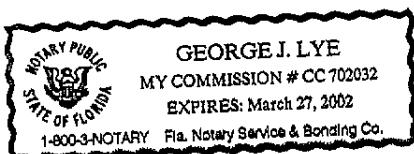
IN WITNESS WHEREOF, THE UNDERSIGNED SUBSCRIBER has executed these Articles of Incorporation this 6th day of December, 1999.

Robert E. Free

STATE OF FLORIDA)
COUNTY OF BROWARD)

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared Robert E. Free, known to me to be the person who executed the foregoing Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and county aforesaid, this 6th day of December 1999.



George J. Lye
Notary Public

ACKNOWLEDGMENT OF REGISTERED AGENT

Having been named to accept service of process for the above Corporation, at the place designated on this certificate, I hereby accept this appointment as Registered Agent of Robert Free Productions, Inc.

Robert E. Free
Signature of Registered Agent

Notary Public

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NOTARY PUBLIC
STATE OF FLORIDA
REGISTERED AGENT
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