

PO1000007069

LAW OFFICES OF
LAURENCE T. ADELMAN, P.A.

8020 WILES ROAD
SUITE 11
CORAL SPRINGS, FLORIDA 33067

(954) 341-2777
FAX (954) 341-1740

LAURENCE T. ADELMAN

January 13, 2001

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*****78.75 *****78.75

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

FILED
01 JAN 17 AM 9:28
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RE: Articles For Incorporation for Starz, Inc.

Dear Sir or Madam:

Enclosed please find one original and one copy of the Articles of Incorporation for filing of the above named corporation. In addition, please find my check in the amount of \$78.75.

Please return a stamped certified copy of the Articles to this office in the enclosed stamped, self-addressed envelope.

Thank you for your prompt assistance.

Very truly yours,

LAURENCE T. ADELMAN, P.A.

By Laurence T. Adelman/ec
Laurence T. Adelman

LTA:ec
encls.

gyl/19

**ARTICLES OF INCORPORATION OF
STARZ, INC.**

FILED
01 JAN 17 AM 9:28
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopt the following Articles of Incorporation:

ARTICLE I

The name of the corporation is, STARZ, INC., with its principal office and mailing address at 4613 North University Drive, #757, Coral Springs, FL 33067.

ARTICLE II

The duration of the corporation is perpetual.

ARTICLE III

This corporation is organized for the purpose of transacting any and all lawful business.

ARTICLE IV

1. The maximum number of shares of stock which this corporation is authorized to have outstanding at any time shall be Five Thousand (5,000) shares of common stock having a par value of Ten (\$.10) Cents per share.

2. The capital stock may be paid for by the property, labor or services, at a just valuation to be fixed by the incorporators, or by the Directors at a meeting called for such purpose, or at the organization meeting.

3. Property, labor or services may also be purchased or paid for with the capital stock at a just valuation of said property, labor or services, to be fixed by the Directors of the company. Stock in other corporations or going businesses may be purchased by the corporation in return for the issuance of its capital stock, and said purchase shall be on such basis and for such consideration and the issuance of so much of the capital stock as the Directors of the company may decide.

ARTICLE V

The amount of capital with which this corporation will begin business shall not be less than Five Hundred and 00/100 (\$500.00) Dollars.

ARTICLE VI

The street address of the initial registered office of this corporation is 8020 Wiles Road, Suite 11, Coral Springs, FL 33067, and the name of the initial Registered Agent of this corporation at that address is LAURENCE T. ADELMAN, P.A. The Registered Agent and Registered Office may be changed from time to time by filing with the Secretary of State of Florida, a Certificate designating a new Registered Agent and/or a new Registered Office without the necessity of amending these Articles of Incorporation.

ARTICLE VII

The number of Directors constituting the initial Board of Directors of the corporation is 1. 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 name and address of each of the

members of the initial Board of Directors, who unless otherwise provided by the By-laws of the corporation, shall hold office for the first year of existence of the corporation or until successors are elected or appointed and have duly qualified are as follows:

<u>NAME</u>	<u>ADDRESS</u>
SCOTT D. ADELMAN, President, Vice-President, Treasurer & Secretary	4613 North University Drive #757, Coral Springs, FL 33067

ARTICLE VIII

The name and address of each person signing these Articles as an Incorporator are as follows:

<u>NAME</u>	<u>ADDRESS</u>
SCOTT D. ADELMAN	8020 North University Drive #757, Coral Springs, FL 33067

ARTICLE IX

The corporation shall indemnify any officer or director, or any former officer or director, to the fullest extent permitted by law.

ARTICLE X

The stockholders of this corporation may divide themselves into groups for the purpose of obtaining unit control in the corporation; and when any agreement is made between stockholders owning at least eighty (80%) per cent of the stock then outstanding in the corporation, such agreement shall be binding upon the corporation, and shall be recognized by the Directors and shall be observed by the Officers and Agents of the

corporation; and particularly, the stockholders are authorized to include in such agreement entered into between themselves provisions which will confer upon individual groups of power to elect certain numbers of directors, and in particular, stockholder may include in the agreement between themselves the following as valid matters of agreement, to wit:

1. The manner and method in which and the persons by whom directors may be elected;
2. Any limitation upon the transferability or assignment of the stock;
3. The conferring or preemptive rights of purchase upon the stockholders as conditions precedent to the sale of any other stock;
4. Any matter relating to effectuating the purposes included in any of the foregoing matters.

Agreements between the stockholder shall continue to be binding upon the corporation until there is filed with the President and the Secretary of the corporation, in duplicate, a written instrument, signed by the persons who originally created such Stockholder's Agreements (or their successor in ownership, providing such succession in ownership shall have been accomplished in accordance with the terms of the Stockholder's Agreements) consenting to the revocation and cancellation of the Agreements among the stockholders.

EXECUTED by the undersigned at 4613 N. UNIVERSITY DR.
CORAL SPRINGS, FL. 33067
Broward County, Florida, on this 13TH day of JANUARY, 2001.
[Signature]

STATE OF FLORIDA

COUNTY OF BROWARD

The foregoing instrument was acknowledged before me this 13TH day of
JANUARY, 2001 by SCOTT ADELMAN, who is personally
known to me or ~~who has produced~~ PERSONALLY KNOWN as
identification and who did take an oath.

NOTARY PUBLIC:

[Signature]

My Commission Expires: APR. 25, 2003



Cheryl Lewis
Commission # CC 829562
Expires Apr. 25, 2003
Bonded Thru
Atlantic Bonding Co., Inc.

FILED
01 JAN 17 AM 9:28
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CERTIFICATE DESIGNATING REGISTERED AGENT AND REGISTERED
OFFICE FOR THE SERVICE OF PROCESS WITHIN FLORIDA

In compliance with Section 48.091, Florida Statutes, the following is submitted:

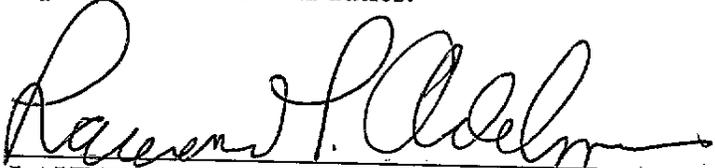
That STARZ, INC., desiring to organize or qualify under the laws of the State of Florida, has named, LAURENCE T. ADELMAN, P.A., as its Registered Agent to accept service of process within Florida, at 8020 Wiles Road, Suite 11, Coral Springs, Florida 33067, which address is also designated as the registered office of the corporation first mentioned above.



PRESIDENT

1-13-01
DATED

Having been named Registered Agent to accept service of process for the above stated corporation, at the place designated in this Certification, LAURENCE T. ADELMAN, P.A., hereby agrees to act in that capacity and further agrees to comply with the provisions of all statutes relative to the proper and complete performance of such duties.



LAURENCE T. ADELMAN, ESQ.

DATED: 1-13-01