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96 JAN - PH 10

DESIgn CORPORATION

ACCOUNT NO. 072100000032

REFERENCE : 709131 01290A

AUTHORIZATION :

*Patricia Pyjunt*

COST LIMIT : \$ 122,50

ORDER DATE : January 2, 1996

ORDER TIME : 11:42 AM

ORDER NO. : 709131

CUSTOMER NO: 01290A

300001675769

CUSTOMER: Daniel N. Martin, Esq  
DANIEL N. MARTIN, P.A.

P. O. Box 786

New Port Richey, FL 34656-0786

DOMESTIC FILING

NAME: STARLINE ENTERTAINMENT, INC.

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: Clint D. Fuhrman

EXAMINER'S INITIALS: T.BROWN JAN - 3 1996

FILED  
96 JAN - 2 PM 12:01  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION**  
**OF**  
**STARLINE ENTERTAINMENT, INC.**

FILED  
96 JAN -2 PM 12:01  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

I, the undersigned subscriber, am organizing a corporation for profit pursuant to the Statutes of the State providing for the formation, liabilities, rights, privileges and immunities of a corporation for profit.

**ARTICLE I**

The name of the corporation shall be STARLINE ENTERTAINMENT, INC., and the principal place of business of said corporation shall be at 623 H-2 Sea Pine Way, West Palm Beach, Florida 33415.

**ARTICLE II**

The registered office of said corporation shall be in Palm Beach County, Florida, which address shall be 623 H-2 Sea Pine Way, West Palm Beach, Florida 33415 and ROBERT T. ROSSI is hereby designated as the Registered Agent for service of process for said corporation at said address.

**ARTICLE III**

The purpose of the corporation is to engage in any activities or business permitted under the laws of the State of Florida or the United States.

**ARTICLE IV**

This corporation shall be authorized to issue Five Thousand and no/100 Dollars (\$5,000) in stock as follows:

COMMON STOCK

\$1.00 par value  
\$1.00 per share  
A total of 5,000 shares

PREFERRED STOCK

No Preferred Stock

ARTICLE V

The corporation shall begin business with a paid in capital of Five Hundred and no/100 Dollars (\$500), which may be in cash or the equivalent value in property.

ARTICLE VI

The corporation shall have a perpetual existence unless dissolved according to law.

ARTICLE VII

The number of directors of this corporation initially shall be one (1); however, this number may be changed from time to time by lawful amendment of the By-Laws provided each number shall not be more than nine (9) and less than one (1).

ARTICLE VIII

The name and address of the organizer and the first Board of Directors, who, subject to the provisions of this Certificate of Incorporation, the By-Laws of the corporation, and the laws of the State of Florida, shall hold office for the first year of the corporation's existence or until his successor is elected and has qualified is as follows:

<u>NAME</u>	<u>ADDRESS</u>	<u>TITLE</u>
ROBERT T. ROSSI	623 H-2 Sea Pine Way, West Palm Beach, FL 33415	President, Vice Pres., Secretary, Treasurer Director

**ARTICLE IX**

The number of shares of common stock subscribed to by the said corporation are as follows:

<u>NAME</u>	<u>SHARES</u>
ROBERT T. ROSSI and PATRICIA BARNES ROSSI	500

**ARTICLE X**

The corporation shall have a lien on all shares of stock in an amount equal to any debts that a stockholder may owe the corporation.

No transfer of stock shall be valid or binding until the transfer has been duly recorded and entered upon the corporate books.

The power to amend the Certificate of Incorporation shall be vested in the Board of Directors, but such amendment shall not become effectual until and unless approved by a majority of the stockholders.

IN WITNESS WHEREOF, the undersigned organizer and incorporator has hereunto set his hand and seal this 29<sup>th</sup> day of December, 1995, for the purpose of forming this corporation under the laws of the State of Florida, and hereby makes and files this Certificate of Incorporation in the Office of the Secretary of State of Florida and certifies that the facts therein are true.

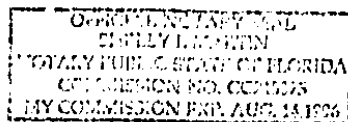
WITNESSES:

Wesley D. Martice  
Shelly L. Martin

Robert T. Rossi  
ROBERT T. ROSSI

STATE OF FLORIDA)  
COUNTY OF PASCO)

BEFORE ME, the undersigned authority, personally appeared ROBERT T. ROSSI, who in my presence, has hereunto subscribed his name and signature to the foregoing Articles of Incorporation of STARLINE ENTERTAINMENT, INC. He is personally known to me and did not take an oath.




Shelly L. Martin  
NOTARY PUBLIC

Shelly L. Martin  
PRINTED-NAME OF NOTARY

My Commission Expires: 8/14/96

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE-STATED 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 AND COMPLETE PERFORMANCE OF MY DUTIES.

Dated: 12-29-95

  
ROBERT T. ROSSI

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