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**MICHAEL MAGRUDER**  
ATTORNEY AT LAW  
Waterfront Square  
220 East Monument Avenue • Suite C  
Kissimmee, Florida 34741  
(407) 870-8900 • Fax: (407) 870-9899

September 9, 1997

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

Re: HYDROFLO ENTERTAINMENT, INC.

Dear Sir/Madam:

700002312917--7  
-10/06/97--01132--014  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

Enclosed please find original and one copy of Articles of Incorporation for the above-referenced corporation. I am also enclosing our check in the amount of \$70.00 to exclude the certified copy.

Please forward the copy in the enclosed, self-addressed, stamped envelope.

Very truly yours,



C. Michael Magruder

CMM/cak  
Enclosures

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
97 OCT -6 AM 10:35

10-7-97  
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**ARTICLES OF INCORPORATION**  
**OF**  
**HYDROFLO ENTERTAINMENT, INC.**

FILED OF STATIOS  
SECRETARY OF CORPORATIONS  
DIVISION OF CORPORATIONS  
91 OCT - 6 AM 10:38

The undersigned subscribers to these Articles of Incorporation, natural persons competent to contract, hereby form a corporation under the laws of the State of Florida.

**ARTICLE I**  
**Corporate Name**

The name of the corporation is Hydroflo Entertainment, Inc.

**ARTICLE II**  
**Duration**

This corporation shall exist perpetually unless dissolved according to Florida law.

**ARTICLE III**  
**Purpose**

This corporation is organized for the purpose to produce and promote entertainment events and for the purpose of engaging in any activities or business permitted under the laws of the United States and the State of Florida.

**ARTICLE IV**  
**Capital Stock**

The corporation is authorized to issue 10,000 shares of capital stock with no par value, which shall be designated "Common Shares".

**ARTICLE V**  
**Initial Registered Office and Agent**

The principal office, and the mailing address of the corporation is:

595 Floral Drive  
Kissimmee, Florida 34743

The name and street address of the initial registered agent of this corporation is:

C. Michael Magruder  
220 E. Monument Ave., Ste C  
Kissimmee, FL 34741

**ARTICLE VI:  
Initial Board of Directors**

This corporation shall have one director initially. 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. The names and addresses of the initial director is as follows:

John Pagnotti, 595 Floral Drive, Kissimmee, Florida 34743

**ARTICLE VII  
Incorporators**

The name and address of the incorporator signing these Articles of Incorporation is as follows:

John Pagnotti, 595 Floral Drive, Kissimmee, Florida 34743

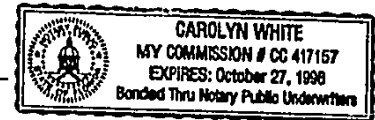
**IN WITNESS WHEREOF**, the undersigned subscriber has executed these Articles of Incorporation this \_\_\_\_ day of \_\_\_\_\_, 1997.

  
\_\_\_\_\_  
JOHN PAGNOTTI

STATE OF FLORIDA  
COUNTY OF OSCEOLA

The foregoing instrument was acknowledged before me this 29<sup>th</sup> day of September, 1997, by JOHN PAGNOTTI, who is personally known to me or who has produced \_\_\_\_\_ as identification and who did/did not take an oath.

Carolyn M. White  
NOTARY PUBLIC  
STATE OF FLORIDA AT LARGE



**CERTIFICATE AND ACKNOWLEDGEMENT OF REGISTERED AGENT**

Certificate of Registered Agent of C. MICHAEL MAGRUDER, pursuant to Florida Statutes, sections 48.091 and 607.0501, the following is submitted:

The above corporation, desiring to organize under the laws of the State of Florida with its registered office as indicated in the Articles of Incorporation at 220 E. Monument Avenue, Suit C, Kissimmee, Florida 34741 has named C. MICHAEL MAGRUDER, located at the aforesaid address as its registered agent to accept service of process within this state. Under that acknowledgement having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate and being familiar with the obligations of that position, I hereby accept to act in this capacity and agree to comply with the provisions of Florida law in keeping open said office.

C. Michael Magruder  
C. MICHAEL MAGRUDER

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
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