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TRANSMITTAL LETTER

98 AUG 28 PM 1:32  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA  
FILED

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

SUBJECT: MAMMA POLLA PRESENTS, INC.  
(proposed corporate name)

Enclosed is an original and one (1) copy of the articles of incorporation and our check for \$ 122.50.

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-08/28/98--01048--015  
\*\*\*\*122.50. \*\*\*\*122.50

FROM: MARY LOU POLLA.  
Name (printed or typed)  
454 QUEENS BRIDGE DRIVE  
Address  
LAKE MARY, FL. 32746  
City, State, & Zip  
(407) 330-2236  
Telephone Number

Oscarf Mary Lou Polla GAVE

AUTHORIZATION BY PHONE TO  
CONTACT R.A. Home  
DATE 9-1-98  
DOC. EXAM. CB

Note: Please provide the original and one copy of the Articles.

CB  
9-1-98  
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DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION  
OF

MAMMA POLLA PRESENTS, INC.

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be:

MAMMA POLLA PRESENTS, INC. (EIN: 59-3525017)

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

454, QUEENSBRIDGE DRIVE  
LAKE MARY, FL. 32746.

ARTICLE III SHARES

The number of shares of stock that this corporation is authorized to have outstanding at any one time is:

10,000 COMMON SHARES.

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and address of the initial registered agent is:

MARY LOW-POLLA,  
454 QUEENSBRIDGE DRIVE  
LAKE MARY, FL. 32746.

ARTICLE V INCORPORATOR(S)

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is(are):

MARY LOU POLLA  
454 QUEENS BRIDGE DRIVE,  
LAKE MARY, FL. 32746

ARTICLE VI PREEMPTIVE RIGHTS

Each Shareholder of the CORPORATION shall have the first right to purchase shares (and convertible security into shares) of any class kind or series of stock in this corporation that may from time to time be issued (whether or not presently authorizes), including shares from the treasure of the corporation, in the ratio that the number of shares that he holds at the time of issue bears to the total number of shares held by any shareholder who doesn't exercise it and pay for the shares preempted within thirty (30) days of receipt of a notice in writing from the corporation stating the prices, terms and conditions of the issue of shares, in inviting him to exercise his preemptive rights.

The undersigned incorporator(s) has(have) executed these Articles of Incorporation this 25<sup>th</sup> day of AUGUST, 1998.

Mary Lou Polla  
Signature  
Mary Lou Polla  
Signature  
\_\_\_\_\_  
Signature

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DIVISION OF STATE RECORDS  
TALLAHASSEE, FLORIDA

CERTIFICATE OF DESIGNATION  
REGISTERED AGENT/REGISTERED  
OFFICE

Pursuant to the provisions of sections 607.0501 or 617.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is: MOMMA POLLA PRESENTS, INC.
2. The name and address of the registered agent and office is:

Mary Lou - POLLA

(NAME)

454 QUEENS BRIDGE DRIVE

(P.O. BOX NOT ACCEPTABLE)

LAKE MARY, FL. 32746

(CITY/STATE/ZIP)

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

SIGNATURE

Mary Lou Polla

DATE

8/25/98