

PD1000019951



THE UNITED STATES
CORPORATION
COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 039325 5014993

AUTHORIZATION : *Patricia Pugh*

COST LIMIT : \$ 70.00

ORDER DATE : February 22, 2001

ORDER TIME : 11:12 AM

ORDER NO. : 039325-010

CUSTOMER NO: 5014993

000003747460--8

CUSTOMER: Richard P. Zaretsky, Esq.
Richard P. Zaretsky, P.a.

1655 Palm Beach Lakes Blvd.
Suite 900
W. Palm Beach, FL 33401

DOMESTIC FILING

NAME: 123 EXTRAS, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP
 ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Jeanine Reynolds - EXT. 1133

EXAMINER'S INITIALS:

FILED
2001 FEB 22 PM 1:54
SECRETARY OF STATE
TALLAHASSEE FLORIDA

RECEIVED
01 FEB 22 PM 1:08
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE FLORIDA

ARTICLES OF INCORPORATION OF
123 EXTRAS, INC.

FILED
2001 FEB 22 PM 1:54
SECRETARY OF STATE
TALLAHASSEE FLORIDA

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

ARTICLE ONE

The name of the Corporation is 123 EXTRAS, INC.

ARTICLE TWO

The duration of the Corporation is perpetual.

ARTICLE THREE

The general purpose for which the Corporation is for all business which is legal in the state of Florida.

ARTICLE FOUR

1. The aggregate number of shares which the Corporation is authorized to issue is ten thousand (10,000) Class A shares and ten thousand (10,000) Class B shares. Such shares shall be of a single class, and shall have a par value of one dollar.

2. No preferences, limitations or relative rights, other than those provided by law, shall exist in respect of any of the shares of the Corporation or any of the holders thereof.

ARTICLE FIVE

The street address of the initial registered office of the Corporation is 1655 Palm Beach Lakes Blvd., Suite 900, West Palm Beach, Florida 33401. The name of its initial registered agent at such address is Richard P. Zaretsky.

ARTICLE SIX

The street address of the corporation's principal office is: 2215 North Military Trail, Suite F, West Palm Beach, FL 33409.

ARTICLE SEVEN

The number of directors constituting the initial Board of Directors of the Corporation is no less than one and no more than three directors. The names and addresses of each person who is to serve as a member of the initial Board of Directors is:

TOBY LEWIS, 4241 Larch Avenue, Palm Beach Gardens, FL 33418

ARTICLE EIGHT

The name and address of each incorporator is:

Richard P. Zaretsky	1655 Palm Beach Lakes Blvd. Suite 900 West Palm Beach, FL 33401
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EXECUTED by the undersigned at West Palm Beach, Florida this

21st day of February, 2001.

FILED

2001 FEB 22 PM 1:54

SECRETARY OF STATE
TALLAHASSEE FLORIDA

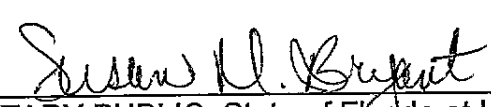


RICHARD P. ZARETSKY, INCORPORATOR

State of Florida)
County of Palm Beach)

BEFORE ME, the undersigned authority, personally appeared Richard P. Zaretsky, who after being first duly sworn, acknowledged that he executed the foregoing Articles of Incorporation for 123 EXTRAS, INC., a Florida corporation, for the purposes herein expressed.

Witness my hand and official seal at the State and County aforesaid, this 21st day of February, 2001.



NOTARY PUBLIC, State of Florida at Large

PRINT NAME



My commission expires:

ACCEPTANCE OF DESIGNATION

I, RICHARD P. ZARETSKY, hereby accept the designation of registered agent for 123 EXTRAS, INC.



Registered Agent