

**F96000003601**

**CORPORATE  
ACCESS,  
INC.**

1116-D Thomnville Road, Mount Vernon Square, Tallahassee, Florida 32303

P.O. Box 37066 (32315-7066) ~ (904) 222-2666 or (800) 969-1666, Fax (904) 222-1666

**WALK IN**

**PICK UP**

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Foreign

CERTIFIED COPY

PHOTO COPY

1.) VM CORPORATION  
(CORPORATE NAME & DOCUMENT #)

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10.) \_\_\_\_\_  
(CORPORATE NAME & DOCUMENT #)

**SPECIAL INSTRUCTIONS**

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96 JUL 17 AM 11:34

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Simultaneous*

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DIVISION OF CORPORATIONS

ACTION BY THE BOARD OF DIRECTORS  
OF  
YM CORPORATION

The undersigned, constituting all of the Board of Directors of YM CORPORATION, a Delaware corporation (the "Corporation"), do hereby consent to and approve the following actions:

RESOLVED, that the Board of Directors hereby confirm and approve the filing of an Application for Authorization as a Foreign Corporation to Transact Business in Florida and hereby acknowledge that the name YM Corporation is presently being utilized in the State of Florida and that the Corporation will conduct business in Florida under the fictitious name of YM Corp. (West Palm Beach); and be it

FURTHER RESOLVED, that the proper officers and directors of the Corporation, be and hereby are, authorized, empowered and directed to do all such acts and things and to execute, acknowledge and deliver all such documents as may, in their discretion, be deemed necessary or desirable to carry out and comply with the terms and provisions of this resolution, and all acts and doings of the officers and directors of the Corporation which are in conformity with the intent and purpose of this action, whether heretofore or hereafter taken or done shall be and the same are hereby in all respects ratified confirmed and approved as acts of the Corporation.

Dated: 6/4/96

DIRECTORS:

  
Thomas Mottola

  
Mel Liberman

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**Application by  
YM CORPORATION  
for Authorization as a Foreign Corporation  
to Transact Business in Florida**

**IN COMPLIANCE WITH SECTION 607.1503 OF THE FLORIDA STATUTES, THE  
FOLLOWING IS SUBMITTED TO REGISTER YM CORPORATION TO TRANSACT  
BUSINESS AS A FOREIGN CORPORATION IN THE STATE OF FLORIDA:**

1. The Name of the corporation is: **YM CORPORATION**
2. The corporation was incorporated under the laws of the State of Delaware.
3. The date of incorporation was: **March 5, 1990.**
4. The duration of the corporation is: **Perpetual.**
5. The corporation's federal employer identification number is **13-3601853.**
6. The date the corporation first transacted business in the State of Florida: **1990**  
The corporation proposes to engage in business upon obtaining a certificate of authority  
from the Department of State.
7. The corporation's current mailing address is: **550 Madison Avenue, New York,  
New York 10022-3211.**
8. The nature of the business in which the corporation is engaged or proposes to  
be engaged in the state of Florida is: **Operation of an amphitheatre.**
9. Names and addresses of officers and or directors:

**A. Directors:**

**Thomas Mottola  
550 Madison Avenue  
New York, New York 10022-3211**

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**Mel Ilberman  
550 Madison Avenue  
New York, New York 10022-3211**

**B. Officers:**

**Thomas Mottola - President  
550 Madison Avenue  
New York, New York 10022-3211**

**David Johnson - Vice President  
550 Madison Avenue  
New York, New York 10022-3211**

**Mel Ilberman - Vice President  
550 Madison Avenue  
New York, New York 10022-3211**

**Marvin Cohn - Vice President  
550 Madison Avenue  
New York, New York 10022-3211**

**Ann Elchorst - Secretary  
550 Madison Avenue  
New York, New York 10022-3211**

**Beth Adler - Assistant Secretary  
550 Madison Avenue  
New York, New York 10022-3211**

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**10. Name and Street address of Florida registered agent:**

**KTG&S Registered Agent Corp.  
100 S.E. 2nd Street  
28th Floor  
Miami, Florida 33131**

**11. Registered agent's acceptance:**

**Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, the undersigned hereby accepts the appointment as such registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relative to the proper and complete performance of its duties and that it is familiar with and accepts the obligations of its position as registered agent.**

KTG&S Registered Agent Corp.

By: Marc H. Auerbach  
Marc H. Auerbach, President

12. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

IN WITNESS WHEREOF, the undersigned, as the President of YM CORPORATION, has executed the foregoing Application for Authorization as a Foreign Corporation to Transact Business in Florida on this 4 day of June, 1996.

By: Thomas Mottola  
Thomas Mottola, President

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State of Delaware  
*Office of the Secretary of State*

I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "YM CORP." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TWENTIETH DAY OF MAY, A.D. 1996.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.

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*Edward J. Freel*  
Edward J. Freel, Secretary of State

AUTHENTICATION: 7952036  
DATE: 05-20-96