



THE UNITED STATES
CORPORATION
COMPANY

000000006808

ACCOUNT NO. : 072100000032

REFERENCE : 714902 9425A

AUTHORIZATION :

COST LIMIT : \$ PREPAID

ORDER DATE : May 31, 2000

ORDER TIME : 10:58 AM

ORDER NO. : 714902-005

CUSTOMER NO: 9425A

CUSTOMER: Joe T. Caruso, Esq
CARUSO & SWERBILOW, P.A.
CARUSO & SWERBILOW, P.A.
Suite 200
800 E. Merritt Island Causeway
Merritt Island, FL 32952

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-05/31/00--01066--007
*****122.50 *****122.50

DOMESTIC FILING

NAME: OCEAN CENTER/PEABODY BOX
OFFICE SERVICES L.L.C.

000003272210--0
-05/31/00--01066--008
*****2.50 *****2.50

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Jeanine Reynolds

EXAMINER'S INITIALS:

FILED RECEIVED
00 MAY 31 PM 3:17 31 PM 12:12
SECRETARY OF STATE
TALLAHASSEE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

5

*Law Office of
Caruso & Swerbilow, P.A.*



JOE TEAGUE CARUSO
FLORIDA BAR BOARD
CERTIFIED CIVIL TRIAL LAWYER



HOWARD M. SWERBILOW
FLORIDA BAR BOARD
CERTIFIED CRIMINAL TRIAL LAWYER

OF COUNSEL
JAMES EDWARD MOORE

OLDE BUILDING
800 EAST MERRITT ISLAND CAUSEWAY
SUITE 200
POST OFFICE BOX 541271
MERRITT ISLAND, FLORIDA 32954-1271

407/453-3880

FAX MACHINE NUMBER:
407/453-0112

E-mail Address:
joe@jtchmspa.com
howards@jtchmspa.com

May 30, 2000

Secretary of State
Bureau of Corporate Records
Post Office Box 6327
Tallahassee, FL 32314

Re: Ocean Center/Peabody Box Office Services, L.L.C.

Enclosed please find the following documents:

1. Original and one copy of Articles of Incorporation;
2. Registered agent certificate; and
3. Our check in the amount of \$122.50.

Our check represents the following fees:

Filing fee	\$ 35.00
Certified copy of Articles	\$ 52.50
Registered agent fee	\$ 35.00
	<u>\$122.50</u>

Please return the certified copy of the Articles of Incorporation in the enclosed self-addressed stamped envelope provided herewith.

Best personal regards,

Joe Teague Caruso

JTC/sc
Encls.



FILED
00 MAY 31 PM 3:18
SECRETARY OF STATE
TALLAHASSEE FLORIDA



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

May 31, 2000

CSC
ATTN: JEANINE REYNOLDS

SUBJECT: OCEAN CENTER/PEABODY BOX OFFICE SERVICES L.L.C.
Ref. Number: W00000013852

RESUBMIT
Please give original
submission date as file date.

We have received your document for OCEAN CENTER/PEABODY BOX OFFICE SERVICES L.L.C. and your check(s) totaling \$125.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Your document should be titled "Articles of Organization for...;" Please delete all references to "corporation" and "incorporation" in your document, as well as all references to "stock," "incorporators," and "directors." We are enclosing a blank form for your information.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6958.

Lee Rivers
Document Specialist

Letter Number: 700A00030657

FILED
00 MAY 31 PM 3:18
TALLAHASSEE, FLORIDA

RECEIVED
00 JUN 12 PM 12:08
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

ARTICLES OF ORGANIZATION
OF
OCEAN CENTER/PEABODY BOX OFFICE SERVICES L.L.C.

The undersigned parties, each of whom is licensed or otherwise legally authorized to perform the service s in the State of Florida, associate themselves with the intention of forming a Limited Liability Company in accordance with the Florida Professional Service Corporation and Limited Liability Company Act, and adopt the following articles of organization for the company:

ARTICLE I – NAME

The name of the company shall be:

OCEAN CENTER/PEABODY BOX OFFICE SERVICES L.L.C.

ARTICLE II - PRINCIPAL OFFICE

The address of the company's principal office is 101 N. Atlantic Ave, City
Daytona Beach, County of Volusia, State of Florida 32174 .

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TALLAHASSEE FLORIDA

ARTICLE III - INITIAL REGISTERED AGENT, REGISTERED OFFICE, &

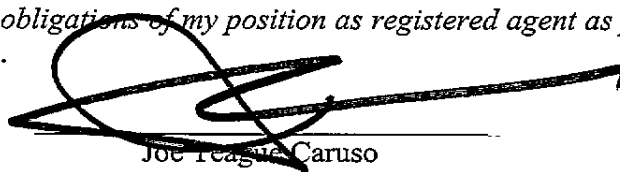
REGISTERED AGENT'S SIGNATURE

The name and address of the initial registered agent is:

Joe Teage Caruso
The Law Offices of Caruso & Swerbilow, P.A.
800 East Merritt Island Causeway, Suite 200,
Merritt Island, Florida 32952,

Having been named as registered agent and to accept service of process for the above stated limited liability company 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 as provided for in Chapter 608, F.S..




Joe League Caruso

ARTICLE IV - MANAGERS

The Limited Liability Company is to be managed by one manager or more managers and is therefore, a manager-managed company. This company shall have 1 manager initially. The number of managers may be either increased or diminished from time to time by the initial manager but shall never be less than one (1). The names and addresses of the initial manager of the company is:

Sharon L. Bridges
169 Deer Lake Circle
Ormond Beach, Florida 32174



Signature of a member or an authorized representative of a member

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TALLAHASSEE FLORIDA

In accordance with section 608.408(3), Florida Statutes, the execution of this document constitutes an affirmation under the penalties of perjury that the facts stated herein are true.

Sharon L. Bridges
Typed or printed name of signee