

# P00000065008

Chapter Number On

7/5

VINCENT T. BROWN

Requestor's Name

555 N.E. 34<sup>th</sup> ST. #307

Address

Miami, FL. 33137 (305) 572-4095

City

State

ZIP

Phone

VALIDATION ONLY

300003314513--4

-07/06/00--01032--002

\*\*\*\*\*78.75 \*\*\*\*\*78.75

CORPORATION(S) NAME

All STAR Entertainment Group, Incorporated



Empire Toll Free: 1-800-432-3028

FILED

00 JUL -6 AM 11:55

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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| <input checked="" type="checkbox"/> Profit         | <input type="checkbox"/> Amendment       | <input type="checkbox"/> Merger                     |
| <input type="checkbox"/> NonProfit                 | <input type="checkbox"/> Dissolution     | <input type="checkbox"/> Mark                       |
| <input type="checkbox"/> Foreign                   | <input type="checkbox"/> Annual Report   | <input type="checkbox"/> Other                      |
| <input type="checkbox"/> Limited Partnership       | <input type="checkbox"/> Reservation     | <input type="checkbox"/> Change of Registered Agent |
| <input type="checkbox"/> Reinstatement             |  |   |
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T. BROWN JUL -6 2000

CERTIFIED COPY

RECEIVED  
00 JUL -6 AM 9:31  
DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION**  
**OF**  
**ALL STAR ENTERTAINMENT GROUP, INCORPORATED**

**FILED**  
00 JUL -6 AM 11:55  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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

**Article I- Corporate Name**

The name of the corporation shall be All Star Entertainment Group, Incorporated.

**Article II- Duration**

The corporation shall exist perpetually unless dissolved according to the laws of the State of Florida.

**Article III- Purpose**

This corporation is organized for the purpose of engaging in any activities or business permitted under the laws of the United States of America and the State of Florida.

**Article IV- Capital Stock**

The corporation is authorized to issue 10,000 (ten-thousand) shares of common stock at \$1.00 (one-dollar) par value per share of Common Stock, which shall be designated "Common Shares." The consideration to be paid for each share shall be payable in lawful money of the United State of America or in property, labor or services which, in the judgment of the Board of Directors, shall be of the valuation equivalent to the value of the stock to be issued.

**Article V- Initial Registered Office & Agent**

The street address of the Initial Registered Agent office and the Initial Registered Agent at that office:

Vincent T. Brown  
555 NE 34<sup>th</sup> Street, Suite 307  
Miami, FL 33137

The principal office and mailing address of the corporation is:

6619 South Dixie Highway, Suite 161  
Miami, FL 33137

#### **VI- Initial Board of Directors**

The Corporation shall have three (3) directors initially. The number of directors may be either increased or decreased from time to time by the By-Laws, but shall never be less than one. The names and address of the initial directors of the corporation are as follows:

Vincent T. Brown  
555 NE 34<sup>th</sup> Street, Suite 307  
Miami, FL 33137

Andre N. Dawson  
6619 South Dixie Highway, Suite 161  
Miami, FL 33143

Michael G. LaPread  
555 NE 34<sup>th</sup> Street, Suite 307  
Miami, FL 33137

#### **VII- INCORPORATOR**

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

Vincent T. Brown  
555 NE 34<sup>th</sup> Street, Suite 307  
Miami, FL 33137

**IN WITNESS WHEREOF**, the undersigned subscriber has executed these Articles of Incorporation the 19<sup>th</sup>, day of June 2000.

  
\_\_\_\_\_  
Vincent T. Brown, Incorporator

**CERTIFICATE & ACKNOWLEDGEMENT**

**Of**

**REGISTERED AGENT**

**FILED**  
00 JUL -6 AM 11:55  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

*Certificate Of Registered Agent*

*Of*

*All Star Entertainment Group, Incorporated*

Pursuant to Florida Statutes Section 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:

555 NE 34<sup>th</sup> Street, Suite 307  
Miami, Florida 33137

has named Vincent T. Brown located at the aforesaid address, as its Registered Agent to  
accept service of process within this State.

***ACKNOWLEDGEMENT***

Having been named as Registered Agent to accept service of process for the above stated  
corporation at the place designated in the 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

  
\_\_\_\_\_  
Vincent T. Brown, Registered Agent