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Florida Department of State  
Division of Corporations  
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## To:

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FLORIDA PROFIT CORPORATION OR P.A.

TICKETSUS.COM, INC.

Certificate of Status	0
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ARTICLES OF INCORPORATION

OF

TicketsUS.com, Inc.

ARTICLE I

The name of this Corporation is:

TicketsUS.com, Inc.

ARTICLE II

This Corporation shall exist in perpetuity commencing on the date of execution and acknowledgment of these Articles of Incorporation.

ARTICLE III

The Corporation may engage in any activity or business permitted under the laws of the United States and the State of Florida.

ARTICLE IV

This Corporation is authorized to issue 10,000 shares of \$1.00 par value common stock which shall be designated as "Common Shares."

ARTICLE V

In the event of any voluntary or involuntary liquidation, dissolution or winding up of this Corporation the assets of the Corporation shall be payable to and distributed ratably among the holders of record of the Common Shares.

ARTICLE VI

VOTING RIGHTS:

Except as otherwise provided by Law, the entire voting power for the election of Directors and for all other purposes shall be vested exclusively in the holders of the outstanding Common Shares.

Prepared By:

MARK B. GOLDSTEIN, ESQUIRE  
MARK B. GOLDSTEIN P.A.  
2700 N. MILITARY TRAIL, - STE 220  
BOCA RATON, FL 33431  
(561) 989-9955

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ARTICLE VII  
PREEMPTIVE RIGHTS-

Every shareholder, upon the sale for cash of any new stock of this Corporation of the same kind, class or series as that which he already holds, shall have the right to purchase his pro-rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VIII

The street address of the initial registered office of this Corporation is: 2700 N. Military Trail, Suite 220, Boca Raton, Florida 33431, and the name of the initial registered agent of this Corporation at that address is: Mark B. Goldstein, and the principal place of business of the corporation is 945 W. Commercial Boulevard, Fort Lauderdale, FL 33309.

ARTICLE IX

This Corporation shall have four (2) Directors initially. The number of Directors may be either increased or diminished from time to time by the By-Laws but shall never be less than one (1). The names and address of the initial Director of this Corporation is:

GIANCARLO CARMELLO  
945 W. COMMERCIAL BLVD.  
FORT LAUDERDALE, FL 33309

MARK B. GOLDSTEIN  
2700 N. MILITARY TRAIL, SUITE 220  
BOCA RATON, FL 33431.

ARTICLE X

The name and address of the person or entity signing these Articles of Incorporation is:

MARK B. GOLDSTEIN  
2700 N. MILITARY TRAIL, SUITE 220  
BOCA RATON, FL 33431.

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**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE  
SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM  
PROCESS MAY BE SERVED.**

IN PURSUANCE OF CHAPTER 607.34, FLORIDA STATUTES, THE FOLLOWING IS  
SUBMITTED IN COMPLIANCE WITH SAID ACT:

FIRST THAT TicketsUS.com, Inc., DESIRING TO ORGANIZE UNDER THE LAWS OF THE  
STATE OF FLORIDA, WITH ITS PRINCIPAL OFFICE, AS INDICATED IN THE ARTICLES  
OF INCORPORATION AT 945 West Commercial Boulevard, Fort Lauderdale, FL 33309  
HAS NAMED Mark B. Goldstein, LOCATED AT 2700 N. Military Trail, Suite 220, Boca  
Raton, Florida 33431, AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN  
FLORIDA.

TicketsUS.com, Inc.

BY:

MARK B. GOLDSTEIN, Registered Agent

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE-STATED  
CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY  
AGREE TO ACT IN THIS CAPACITY, AND FURTHER AGREE TO COMPLY WITH THE  
PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE  
PERFORMANCE OF MY DUTIES.

TicketsUS.com, Inc.

BY:

MARK B. GOLDSTEIN, Incorporator

STATE OF FLORIDA )  
COUNTY OF PALM BEACH )

I HEREBY CERTIFY on this day, before me, an officer duly authorized to  
administer oaths and to take acknowledgments, personally appeared MARK B. GOLDSTEIN,  
known to me to be the person described in and who executed the foregoing instrument, who  
acknowledged before me that he executed the same, that I relied upon the following form of  
identification of the above-named person; Florida Drivers License and that an oath was not taken.

WITNESS my hand and official seal; this 07 day of December, 2000, in the  
County and State aforesaid.

PRINT NAME

NOTARY PUBLIC, STATE OF FLORIDA

My Commission Expires



Angela Warshefski  
Commission # 00286172  
Expires Jan. 29, 2004  
Bonded Thru  
Atlantic Bonding Co., Inc.

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ARTICLE XI.  
AMENDMENT:

This Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendments thereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 01 day of December, 2000.

TicketsUS.com, Inc.

BY:

MARK B. GOLDSTEIN, Incorporator

STATE OF FLORIDA )

COUNTY OF PALM BEACH )

I HEREBY CERTIFY on this day, before me, an officer duly authorized to administer oaths and to take acknowledgments, personally appeared **MARK B. GOLDSTEIN**, known to me to be the person described in and who executed the foregoing instrument, who acknowledged before me that he executed the same, that I relied upon the following form of identification of the above-named person; i.e., Florida Drivers License and that an oath was not taken.

WITNESS my hand and official seal, this 01 day of December, 2000, in the County and State aforesaid.

  
 PRINT NAME:

NOTARY PUBLIC, STATE OF FLORIDA

My commission expires:

Commission No:



Angela Warshefski  
 Commission # CC 896172  
 Expires Jan. 29, 2004  
 Bonded Thru  
 Atlantic Bonding Co., Inc.

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