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Florida Department of State
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To:

Division of Corporations
Fax Number : (850)922-4001

From:

Account Name : BLUMBERG/EXCELSIOR CORPORATE SERVICES, INC.
Account Number : 075350000353
Phone : (212)431-5000
Fax Number : (212)431-1441

FLORIDA PROFIT CORPORATION OR P.A.

BENEDETTO PRODUCTIONS, INC.

Certificate of Status	0
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Estimated Charge	\$70.00

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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B. McKnight MAR 16 2001

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ARTICLES OF INCORPORATION

OF

BENEDETTO PRODUCTIONS, INC.

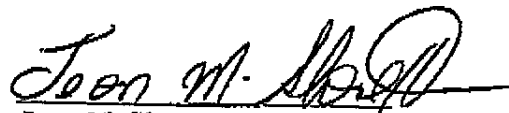
THE UNDERSIGNED sole incorporator, being a natural person competent to contract and desiring to form a corporation under Title XXXV, Chapter 607 and 621 of the revised Florida Statutes, herewith submits the following information:

1. The name of the corporation is: ***BENEDETTO PRODUCTIONS, INC.***
2. The duration of the corporation shall be perpetual.
3. The purpose for which this corporation is being formed is to include the transaction of any or all lawful business for which corporations may be incorporated under this chapter.
4. The aggregate number of shares which the corporation shall have authority to issue is **200** shares, at ***no par value.***
5. The principal address and mailing address of the corporation will be: ***631 22nd Street, Orlando, Florida 32805*** and the name of its initial registered agent at such address is: ***Russell Benedetto.***
6. The name and address of the incorporator is:
Jean M. Sherett,
c/o BlumbergExcelsior Corporate Services, Inc.
62 White Street, N. Y., N.Y.10013

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IN WITNESS WHEREOF, the undersigned, as sole incorporator of this corporation has executed these Articles of Incorporation.

Dated: *March 15th, 2001.*


Jean M. Sherett
Sole Incorporator

BlumbergExcelsior Corporate Services, Inc
62 White Street, NYC 10013
(212)431-5000

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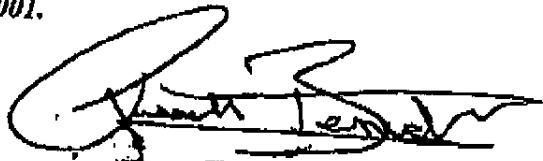
ACCEPTANCE OF APPOINTMENT

AS

REGISTERED AGENT

I, the undersigned, do hereby accept appointment as Registered Agent of
BENEDETTO PRODUCTIONS, INC., the within named corporation.

Dated: *March 15*, 2001.



By: *Russell Benedetto*
Its: *Agent*

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