

CORP DIRECT AGENTS, INC. (formerly CCRS)  
103 N. MERIDIAN STREET, LOWER LEVEL  
TALLAHASSEE, FL 32301  
222-1173

**PO2000055425**

CONTACT:

Pam

DATE:

5-17-02

REF. #:

150. 6718

CORP. NAME:

Role City Inc

2002 MAY 17 AM 9:32  
FILED  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

- ☒ ARTICLES OF INCORPORATION    ☐ ARTICLES OF AMENDMENT    ☐ ARTICLES OF DISSOLUTION  
☐ ANNUAL REPORT    ☐ TRADEMARK/SERVICE MARK    ☐ FICTITIOUS NAME  
☐ FOREIGN QUALIFICATION    ☐ LIMITED PARTNERSHIP    ☐ LIMITED LIABILITY  
☐ REINSTATEMENT    ☐ MERGER    ☐ WITHDRAWAL  
☐ CERTIFICATE OF CANCELLATION    ☐ UCC-1    ☐ UCC-3  
☐ OTHER: \_\_\_\_\_

RECEIVED  
02 MAY 17 PM 12:06

STATE FEES PREPAID WITH CHECK# 502362 FOR \$ 78.75

AUTHORIZATION FOR ACCOUNT IF TO BE DEBITED:

400005557734--6  
-05/17/02--01057--005  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

COST LIMIT: \$ \_\_\_\_\_

PLEASE RETURN:

- ☒ CERTIFIED COPY    ☐ CERTIFICATE OF GOOD STANDING    ☐ PLAIN STAMPED COPY  
☐ CERTIFICATE OF STATUS

Examiner's Initials

5/20/02

ARTICLES OF INCORPORATION

OF

ROLE CITY INC.

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TALLAHASSEE FLORIDA

ARTICLE I

The name of the corporation is ROLE CITY INC. (the "Corporation").

ARTICLE II

The address of the principal office and the mailing address of the Corporation is c/o Corporación Interamericana de Entretenimiento, S.A. de C.V., Marketing & Sponsorship Group, 801 Brickell Avenue, 9th Floor, Miami, FL 33131.

ARTICLE III

This Corporation shall have authority to issue one thousand (1,000) shares of Common Stock having a par value of \$0.01 per share.

ARTICLE IV

The Corporation shall hold a special meeting of shareholders only:

(1) On call of the Board of Directors or persons authorized to do so by the Corporation's Bylaws; or

(2) If the holders of not less than fifty percent (50%) of all votes entitled to be cast on any issue proposed to be considered at the proposed special meeting sign, date, and deliver to the Corporation's secretary one or more written demands for the meeting describing the purpose or purposes for which it is to be held.

ARTICLE V

The street address of the Corporation's initial registered office is 1221 Brickell Avenue, 22<sup>nd</sup> Floor, City of Miami, County of Miami-Dade, State of Florida 33131, and the name of its initial registered agent at such office is David da Silva Cornell.

ARTICLE VI

The Board of Directors of the Corporation shall consist of at least one (1) director, with the exact number to be fixed from time to time in the manner provided in the Corporation's Bylaws. The Board of Directors shall initially consist of one (1) member and the name and address of such member, who will serve until his successors are duly elected and qualified, are:

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David da Silva Cornell  
1221 Brickell Avenue, 22<sup>nd</sup> Floor  
Miami, Florida 33131

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**ARTICLE VII**

The name and address of the Incorporator are:

David da Silva Cornell  
1221 Brickell Avenue, 22<sup>nd</sup> Floor  
Miami, Florida 33131

**ARTICLE VIII**

This Corporation shall indemnify and shall advance expenses on behalf of its officers and directors to the fullest extent not prohibited by law in existence either now or hereafter.

IN WITNESS WHEREOF, the undersigned, being the Incorporator named above, for the purpose of forming a corporation pursuant to the Florida Business Corporation Act of the State of Florida has signed these Articles of Incorporation this 16<sup>th</sup> day of May 2002.

  
\_\_\_\_\_  
David da Silva Cornell, Incorporator

**ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT**

The undersigned, having been named the Registered Agent of ROLE CITY INC., hereby accepts such designation and is familiar with, and accepts, the obligations of such position, as provided in Florida Statutes §607.0505.

  
\_\_\_\_\_  
David da Silva Cornell, Registered Agent

Dated: May 16<sup>th</sup>, 2002