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CORPORATESERVICES

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Division of Corporations

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Florida Department of State

Division of Corporations

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To:

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Fax Number : (850) 205-0381

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

FLORIDA PROFIT CORPORATION OR P.A.

~~PRESTIGE ENTERTAINMENT, INC.~~

PRESTIGE ENTERTAINMENT OF PALM BEACH, INC.

Certificate of Status	0
Certified Copy	0
Page Count	02/93
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FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

June 3, 2002

PAUL SMITH

SUBJECT: PRESTIGE ENTERTAINMENT, INC.
REF: W02000016027

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

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ARTICLES OF INCORPORATION

In compliance with Chapter 607 and/or Chapter 621, F.S. (Profit)

ARTICLE I NAME

The name of the corporation shall be :

PRESTIGE ENTERTAINMENT OF PALM BEACH, INC.**ARTICLE II PRINCIPAL OFFICE**

The principal place of business/mailling address is :

2513 GLENDALE DR.**ROYAL PALM BEACH, FL 34111****ARTICLE III PURPOSE**

The purpose for which the corporation is organized is to engage in any activity business permitted under the laws of the State of Florida.

ARTICLE IV SHARES

The number of shares of stock is:

1500 COMMON SHARES PAR VALUE \$.10**ARTICLE V INITIAL OFFICERS / DIRECTORS (optional)**

The name(s), address(es), and title(s) of the directors and officers is

Director, President :

MICHAEL PURSEL**2513 GLENDALE DR. ROYAL PALM BEACH, FL 34111**

Director, Vice President :

SUZAN PURSEL**2513 GLENDALE DR. ROYAL PALM BEACH, FL 34111****FILED**
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ARTICLE VI REGISTERED AGENT

The name and Florida street address of the registered agent is:

A1A CORPORATE SERVICES INC.
218 SOUTHERN COUNTRY LANE
QUINCY, FL 32351

ARTICLE VII INCORPORATOR

The name and Florida street address of the incorporator is:

A1A CORPORATE SERVICES INC.
218 SOUTHERN COUNTRY LANE
QUINCY, FL 32351

ARTICLE VIII

No director or officer of the corporation shall be personally liable to the corporation or its shareholders for monetary damages for breach of fiduciary duty as a director or officer, provided, however, that the foregoing clause shall not apply to any liability of a director or officer (I) for any breach of the director's or officer's duty of loyalty to the corporation or its shareholders, (II) for acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law, or (III) for any transaction from which the director or officer derived an improper personal benefit. Nothing contained in these Articles of Incorporation shall limit or preclude the exercise of any right relating to Indemnification or advancement of attorney's fees and expenses to any person who is or was an officer or director of the Corporation.

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.

Paul Smith PAUL SMITH, VICE PRESIDENT 06-07-02
Signature / Registered Agent Date

Paul Smith PAUL SMITH, VICE PRESIDENT 06-07-02
Signature/Incorporator Date

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