

# P080000/8844

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## FLORIDA PROFIT/NON PROFIT CORPORATION

### SOUTH FLORIDA STADIUM HOLDING CORPORATION

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TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION  
OF  
SOUTH FLORIDA STADIUM HOLDING CORPORATION**  
a Florida corporation

The undersigned, acting as Incorporator of SOUTH FLORIDA STADIUM HOLDING CORPORATION, a Florida corporation (the "Corporation") under the Florida Business Corporation Act, Chapter 607 of the Florida Statutes, hereby adopts the following Articles of Incorporation for such Corporation:

**ARTICLE I  
NAME**

The name of the Corporation is: SOUTH FLORIDA STADIUM HOLDING CORPORATION

**ARTICLE II  
PRINCIPAL OFFICE AND MAILING ADDRESS**

The principal office and mailing address of the Corporation are: 450 East Las Olas Boulevard, Suite 1500, Fort Lauderdale, Florida 33301.

**ARTICLE III  
PURPOSE**

The Corporation is organized for the purpose of transacting any and all lawful business.

**ARTICLE IV  
CAPITAL STOCK**

The Corporation is authorized to issue One Thousand (1,000) shares of Common Stock, par value \$1.00 per share. Each issued and outstanding share of common stock shall be entitled to one vote on each matter submitted to a vote at a meeting of the shareholders.

**ARTICLE V  
INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of the Corporation is: 450 East Las Olas Boulevard, Suite 1500, Fort Lauderdale, Florida 33301, and the name of the initial Registered Agent of the Corporation at that address is: Richard L. Handley, Esq.

**ARTICLE VI  
INCORPORATOR**

The name and address of the Incorporator of the Corporation are: Richard L. Handley, Esq., at 450 East Las Olas Boulevard, Suite 1500, Fort Lauderdale, Florida 33301.

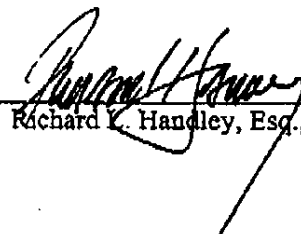
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IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 20 day February, 2008

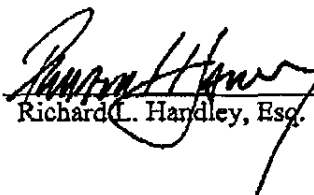
  
Richard L. Handley, Esq., Incorporator

**CERTIFICATE OF ACCEPTANCE BY  
REGISTERED AGENT**

Pursuant to the provisions of Section 607.0501 of the Florida Business Corporation Act, the undersigned submits the following statement in accepting the designation as registered agent and registered office of **SOUTH FLORIDA STADIUM HOLDING CORPORATION** (the "Corporation"), in the Corporation's Articles of Incorporation:

Having been named as registered agent and to accept service of process for the Corporation at the registered office designated in the Corporation's Articles of Incorporation, the undersigned accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of its duties, and the undersigned is familiar with and accepts the obligations of its position as registered agent.

IN WITNESS WHEREOF, the undersigned has executed this certificate this 20 day of February, 2008.

  
Richard L. Handley, Esq.

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