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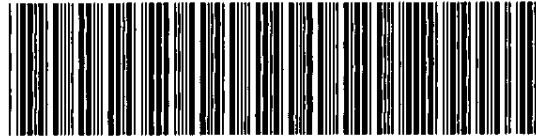
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DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1/4

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

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- _____ Foreign Corp. File _____
- _____ L.C. File _____
- _____ Fictitious Name File _____
- _____ Trade/Service Mark _____
- _____ Merger File _____
- _____ Art. of Amend. File _____
- _____ RA Resignation _____
- _____ Dissolution / Withdrawal _____
- _____ Annual Report / Reinstatement _____
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- _____ Certificate of Good Standing _____
- _____ Certificate of Status _____
- _____ Certificate of Fictitious Name _____
- _____ Corp Record Search _____
- _____ Officer Search _____
- _____ Fictitious Search _____
- _____ Fictitious Owner Search _____
- _____ Vehicle Search _____
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- _____ Courier _____

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☐ Driving Record

☐ UCC 1 or 3 File

☐ UCC 11 Search

☐ UCC 11 Retrieval

☐ Courier

VH

**ARTICLES OF INCORPORATION
OF
AMERICAN EXHIBITIONS II, INC.
a Florida Corporation**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as Incorporator of AMERICAN EXHIBITIONS II, INC., 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 AMERICAN EXHIBITIONS, INC., and the street address of the initial principal office of the Corporation is 1515 South Federal Highway, Suite 211, Boca Raton, Florida 33432.

ARTICLE II

PURPOSE

The Corporation is organized for the purpose of transacting any and all lawful business for which corporations may be incorporated under the laws of the State of Florida.

ARTICLE III

CAPITAL STOCK

The Corporation is authorized to issue 100,000 shares of \$0.01 par value Common Stock.

PREPARED BY: *Jonathan J. Lichtman, Esquire
Jonathan J. Lichtman, P.A.
20283 State Road 7, Suite 300
Boca Raton, FL 33498
(561) 869-3600
Florida Bar No. 717053*

ARTICLE IV

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the Corporation is 20283 State Road 7, Suite 300, Boca Raton, Florida 33498, and the name of the initial Registered Agent of the Corporation at that address is Jonathan J. Lichtman, P.A.

ARTICLE V

INITIAL BOARD OF DIRECTORS

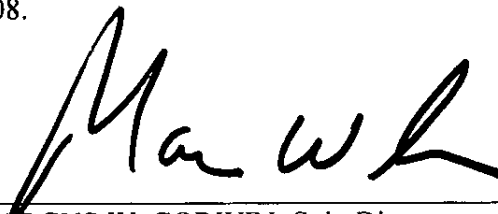
The Corporation shall have one (1) Director to hold office until the first Annual Meeting of Shareholders and his successor shall have been duly elected and qualified, or until his earlier resignation, removal from office or death. The name and address of the Sole Director of the Corporation is Marcus W. Corwin, 1515 South Federal Highway, Suite 211, Boca Raton, Florida 33432.

ARTICLE VI

INCORPORATOR

The name and address of the Incorporator of the Corporation is Marcus W. Corwin, 1515 South Federal Highway, Suite 211, Boca Raton, Florida, 33432.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 30 day of September, 2008.



MARCUS W. CORWIN, Sole Director

ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Having been named as Registered Agent to accept service of process for at the place designated in the foregoing Articles of Incorporation, we hereby accept the appointment as Registered Agent and agree to act in this capacity. We further agree to comply with the provisions of the Florida Business Corporation Act relating to the proper and complete performance of our duties, and we are familiar with and accept the obligations of our position as Registered Agent.

JONATHAN J. LICHTMAN, P.A.,
Initial Registered Agent

Dated: September 26, 2008

By: 

Jonathan J. Lichtman, President