

**Electronic Articles of Incorporation
For**

P09000061718
FILED
July 21, 2009
Sec. Of State
bmcknight

DICK CLARKE ENTERTAINMENT, INC.

The undersigned incorporator, for the purpose of forming a Florida profit corporation, hereby adopts the following Articles of Incorporation:

Article I

The name of the corporation is:

DICK CLARKE ENTERTAINMENT, INC.

Article II

The principal place of business address:

3400 NW 151 TERRACE
MIAMI, FL. 33054

The mailing address of the corporation is:

P.O. BOX 823112
PEMBROKE PINES, FL. US 33082

Article III

The purpose for which this corporation is organized is:

ANY AND ALL LAWFUL BUSINESS.

Article IV

The number of shares the corporation is authorized to issue is:

100

Article V

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

RICHARD C CLARKE
200 LA COSTA CIRCLE
WESTON, FL. 33326

I certify that I am familiar with and accept the responsibilities of registered agent.

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Registered Agent Signature: RICHARD C. CLARKE

Article VI

The name and address of the incorporator is:

RICHARD C. CLARKE
3400 NW 151 TERRACE

MIAMI, FLORIDA 33054

Incorporator Signature: RICHARD C. CLARKE

Article VII

The initial officer(s) and/or director(s) of the corporation is/are:

Title: P
RICHARD C CLARKE
PO BOX 823112
PEMBROKE PINES, FL. 33082 US

Title: SEC
ELIZABETH HERNANDEZ
P.O. BOX 823112
PEMBROKE PINES, FL. 33082 US

Title: VP
LUCRECIA AGUIRRE
P.O. BOX 823112
PEMBROKE PINES, FL. 33082 US

Title: VP
JESSICA FELICIANO
P.O. BOX 823112
PEMBROKE PINES, FL. 33082 US

Article VIII

The effective date for this corporation shall be:

07/16/2009