

02/01/95 11:31 FAX T TO FOR THE AGENTS (305) 592-9591 001

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2/01/95

FLORIDA DIVISION OF CORPORATIONS

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TO: DIVISION OF CORPORATIONS

FROM: FAS-T CORP. AGENTS, INC.

DEPARTMENT OF STATE

8405 NW 53RD ST

STATE OF FLORIDA

SUITE C-100

409 EAST GAINES STREET

MIAMI FL 33166-

9-0000

TALLAHASSEE, FL 32399

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FAX: (305) 592-9591

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DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.

NAME: I.P. ENTERTAINMENT, CORP.

FAX AUDIT NUMBER: H95000001289

CURRENT STATUS: REQUESTED

DATE REQUESTED: 02/01/1995

TIME REQUESTED: 11:38:49

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FLORIDA DEPARTMENT OF STATE

Sandra B. Morfitt
Secretary of State

February 2, 1995

FAS-T CORP. AGENTS INC.

MIAMI, FL

SUBJECT: I.P. ENTERTAINMENT CORP.
REF: W95000002365

We received your electronically transmitted document. However, the document has not been filed and needs the following corrections:

The corporate name must be identical throughout the document.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6934.

Loria Poole
Corporate Specialist

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Division of Corporations - P.O. Box 6327 - Tallahassee, Florida 32314

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(305) 592-9591

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

95 FEB -2 AM 10:57

P. 002

FILED

ARTICLES OF INCORPORATION
OF

L.P. ENTERTAINMENT, CORP.

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopt(s) the following Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be:

L.P. ENTERTAINMENT, CORP.

The principal place of business of this corporation shall be:

13770 S.W. 106TH TERR # 203
MIAMI, FL 33196

ARTICLE II NATURE OF BUSINESS

This corporation may engage in or transact any or all lawful activities or business permitted under the laws of the United States, the State of Florida, or any other state, country, territory or nation.

ARTICLE III CAPITAL STOCK

The aggregate number of shares of stock and its par value that this corporation is authorized to have outstanding at any one time is one hundred shares at five dollars par value.

ARTICLE IV TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE V OFFICERS DIRECTORS

The name(s) and street address(es) of the initial officer(s) and director(s), if any, who shall hold office the first year of the corporation's existence or until their successor(s) is(are) elected, is(are):

DIRECTOR/
PRESIDENT

JOSE D'ANDREA
13770 S.W. 106TH TERR # 203
MIAMI, FL 33196

PREPARED BY: JOSE D'ANDREA
13770 S.W. 106TH TERR
MIAMI, FL 33196

- 1 -

(305) 271-0345

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02/01/95 16:32 FAS-T CORPORATE AGENTS

(305) 592-9591

P. 003
P. 00

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ARTICLE VI INCORPORATOR(S)

The name(s) and street address(es) of the incorporator(s) to these articles of incorporation is(are):

JOSE D'ANDREA
19770 S.W 106TH TERR # 203
MIAMI, FL 33196

The undersigned has (have) executed these Articles of Incorporation this 29th day of January, 1995.

Jose D'Andrea B.
JOSE D'ANDREA

H95000001289

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is: I.P. ENTERTAINMENT, CORP.
2. The name and address of the registered agent and office is:

JOSE D'ANDREA
15770 S.W. 106TH TERR
MIAMI, FL 33196

SIGNATURE

Jose D'Andrea B.

TITLE

PRESIDENT

DATE

01/31/95

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND AM FAMILIAR WITH AND ACCEPT THE OBLIGATION OF MY POSITION AS REGISTERED AGENT.

SIGNATURE

Jose D'Andrea B.

DATE

01/31/95