

CORPORATION INFORMATION
SERVICES, INC.
1201 HAYS STREET
TALLAHASSEE, FL 32301
904-222-9171
904-222-0193 FAX

csc networks

MAIL TO:
P.O. Box 5020
TALLAHASSEE, FL 32314

ACCOUNT NO. : 072100000032

REFERENCE : 536131 81409A

AUTHORIZATION :

COST LIMIT : \$ PREPAID

ORDER DATE : February 3, 1995

ORDER TIME : 8:56 AM

ORDER NO. : 536131

CUSTOMER NO: 81409A

CUSTOMER: Christopher C. Cathcart, Esq
CHRISTOPHER C. CATHCART, ESQ.

330 N. Broadway Avenue
Orlando, FL 32803

DOMESTIC FILING

P95000009283

NAME: MASQUERADE LIMITED, INC.

XXX ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XXX CERTIFIED COPY
PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Debbie Skipper

EXAMINER'S INITIALS:

FILED
95 FEB -3 AM 11:08
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

77~
2-7-95
22/A

ARTICLES OF INCORPORATION
OF
MASQUERADE LIMITED, INC.

FILED
95 FEB -3 AM 11:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporators to these Articles of incorporation, each a natural person competent to contract, hereby associate themselves together to form a corporation under the laws of the State of Florida.

ARTICLE I. NAME AND PRINCIPAL OFFICE.

The name of this corporation is Masquerade Limited, Inc. and its principal office is located at 6235 W. Colonial Drive, Orlando, Florida 32808.

ARTICLE II. NATURE OF BUSINESS.

The general nature of the business to be transacted by this corporation is:

To manufacture, purchase, or otherwise acquire, and to own, mortgage, pledge, sell, assign, transfer, or otherwise dispose of, and to invest in, trade in, deal in and with, goods, wares, merchandise, real and personal property, and services, of every class, kind and description;

To conduct business in, have one or more offices in, and buy, hold, mortgage, sell, convey, lease, or otherwise dispose of real and personal property, including franchises, patents, copyrights, trademarks, and licenses, in the State of Florida and in all other states and countries;

To contract debts and borrow money, issue and sell or pledge bonds, debentures, notes and other evidences of indebtedness, and

execute such mortgages, transfers or corporate property, or other instruments to secure the payment of corporate indebtedness as required;

To purchase the corporate assets of any other corporation and engage in the same or other character of business;

To guarantee, endorse, purchase, hold, sell, transfer, mortgage, pledge or otherwise acquire or dispose of the shares of the capital stock of, or any bonds, securities, or other evidences of indebtedness created by any other corporation of the State of Florida or any other state or government, and while owner of such stock to exercise all the rights, powers, and privileges of ownership, including the right to vote such stock; and

To transact any and all lawful business for which corporations may be incorporated under the Florida General Corporation Act.

ARTICLE III. CAPITAL STOCK.

The maximum number of shares of stock that this corporation is authorized to have outstanding at any one time is 1,000 shares of common stock having a nominal or par value of One Dollar (\$1.00) per share. The shareholders of common stock shall have pre-emptive rights to acquire unissued or treasury shares of the corporation.

ARTICLE IV. TERM OF EXISTENCE.

This corporation is to exist perpetually.

ARTICLE V. ADDRESS OF INITIAL PRINCIPAL OFFICE AND NAME OF REGISTERED AGENT.

The street address of the principal office of this corpor-

ation in the State of Florida is 6235 W. Colonial Drive, Orlando, Florida 32808. The Board of Directors may from time to time move the registered office to any other address in Florida. The initial registered agent of this corporation is Suzette Sargent, whose business address is 6235 W. Colonial Drive, Orlando, Florida 32808.

ARTICLE VI. DIRECTORS.

This corporation shall have one director, initially. The number of directors may be increased or diminished from time to time, by By-Laws adopted by the stockholders.

ARTICLE VII. INITIAL DIRECTORS.

The names and addresses of the members of the first Board of Directors are:

<u>NAME</u>	<u>ADDRESS</u>
Suzette Sargent	6235 W. Colonial Drive Orlando, FL 32808

ARTICLE VIII. INCORPORATOR.

The name and address of each incorporator to these Articles of Incorporation is:

<u>NAME</u>	<u>ADDRESS</u>
Suzette Sargent	6235 W. Colonial Drive Orlando, FL 32808

ARTICLE IX. AMENDMENT.

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the stockholders, and approved at a stockholders' meeting by a majority of the stock entitled to vote thereon, unless all the directors and all the stockholders sign a

written statomont manifesting their intention that a certain
amendment to these Articles of Incorporation be made.

DATED the 2nd day of February, 1995.

IN WITNESS WHEREOF, the undersigned being the incorporator of
this corporation has executed these Articles of Incorporation.

Signature of Incorporator

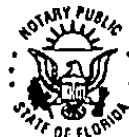
Suzette Sargent
SUZETTE SARGENT

STATE OF FLORIDA
COUNTY OF ORANGE

I HEREBY CERTIFY that on this day, before me, a Notary Public
duly authorized in the State and County named above to take
acknowledgements, personally appeared SUZETTE SARGENT, to me known
to be the person described in and who executed the foregoing
ARTICLES OF INCORPORATION, and acknowledged before me that she
executed the same for the uses and purposes therein expressed.
That she is personally known to me or produced Florida Driver's License Identification card MCC
as identification.

WITNESS my hand and official seal in the State and County
named above this 2nd day of February, 1995.

Marianne Zeh-Coutu
Notary Public
Print Name: _____
My Commission Expires: _____



MARIANNE ZEH-COUTU
My Commission CC275270
Expires Apr. 17, 1997

ACCEPTANCE BY REGISTERED AGENT

SUZETTE SARGENT, having been named as the Registered Agent in the foregoing Articles of Incorporation of Masquerade Limited, Inc. to accept service of process for the corporation at 6235 W. Colonial Drive, Orlando, Florida 32808 hereby agrees to act as the Registered Agent and comply with the laws of the State of Florida relative to such position.

Suzette Sargent
Registered Agent

FILED
95 FEB -3 AM 11:07
SECRETARY OF STATE
TALLAHASSEE, FLORIDA