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(((H95000001514))) DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.
NAME: FUN BELIEVABLE #1, INC.
FAX AUDIT NUMBER: H95000001514 CURRENT STATUS: REQUESTED
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CERTIFIED

ARTICLES OF INCORPORATION**OF****FUN BELIEVABLE #1, INC.**

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby associate themselves to form a corporation under the laws of the State of Florida.

ARTICLE I

NAME: The name of this corporation is:

FUN BELIEVABLE #1, INC.

ARTICLE II

PURPOSES AND POWERS: The general nature of business to be transacted by the corporation is as follows:

1. The corporation may engage in any activity of business which is permitted under the laws of the State of Florida.
2. And in general, to carry on any other business whatsoever in connection with the foregoing or which is calculated, directly or indirectly, to promote the interest of the corporation or to enhance the value of its properties.

3. And, further, to borrow or raise money for any purposes of the company, and to secure the same interest, or for other purposes, to mortgage all or part of the property corporeal or incorporeal rights or franchise of this company now owned or hereinafter acquired, and to create, issue, draw and accept and negotiate bonds and mortgages, bills or exchange, promissory notes

Prepared by:
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Fla. Bar No.: 372595

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or other obligations or negotiable instruments.

ARTICLE III

CAPITALIZATION: The maximum number of shares of stock this corporation is authorized to have outstanding at any time is FIVE HUNDRED (500) shares of common stock, having par value of ONE DOLLAR (\$1.00) per share.

ARTICLE IV

INITIAL CAPITAL: The amount of capital with which this corporation will begin business is FIVE HUNDRED AND NO/100 (\$500.00) DOLLARS.

ARTICLE V

PRINCIPAL PLACE OF BUSINESS: FOM BELIEVABLE #1, INC. shall have it's principal place of business at 7027 W. Broward Boulevard, Suite 294, Plantation, Florida 33317.

The Board of Directors may, from time to time, move the principal office to any other office within the State of Florida, as the said corporation may desire.

ARTICLE VI

DIRECTORS: This corporation shall have two (2) directors initially; the number of Directors may be increased from time to time by the laws adopted by the stockholders, but shall never be less than one (1).

ARTICLE VII

DIRECTORS: The names and addresses of the first Board of Directors of these Articles of Incorporation are as follows:

John D. Levitan
7027 W. Broward Boulevard
Suite 294
Plantation, Florida 33317

Nicholas Brooks
7027 W. Broward Boulevard
Suite 294
Plantation, Florida 33317

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The names and addresses of the original officers are as follows:

Nicholas Brooks - President
7027 W. Broward Boulevard
Suite 294
Plantation, Florida 33317

John D. Levitan - Vice President
7027 W. Broward Boulevard
Suite 294
Plantation, Florida 33317

ARTICLE VIII

INCORPORATORS AND SUBSCRIBERS: The Incorporators and
Subscribers to all of the capital shares of the corporation shall
be as follows:

Nicholas Brooks - 250 Shares
7027 W. Broward Boulevard
Suite 294
Plantation, Florida 33317

John D. Levitan - 250 Shares
7027 W. Broward Boulevard
Suite 294
Plantation, Florida 33317

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
stockholders entitled to vote thereon.

ARTICLE IX

REGISTERED AGENT: That NORMAN S. LEVIN, P.A., 1120 South
Federal Highway, Suite #2, Fort Lauderdale, Florida 33316, is
hereby named Registered Agent for this corporation to be its agent
and to accept service of process within the State of Florida.

ACKNOWLEDGEMENT

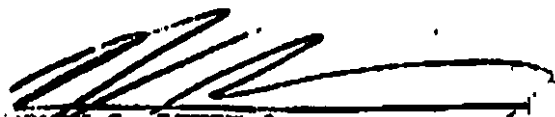
Having been named to accept service of process for

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FUN BELIEVABLE #1, INC., at the place designated in this Article, I hereby accept to act in this capacity, and agree to comply with the provisions of said act relative to keeping open said office.


NORMAN S. LEVIN for
NORMAN S. LEVIN, P.A.
Registered Agent

WE, THE UNDERSIGNED, being the original Subscribers to the capital stock hereinabove named for the purpose of forming a corporation for profit to do business both within and without the State of Florida, do hereby name, subscribe, acknowledge and file this Certificate, hereby declaring and certifying that the facts herein stated are true and accordingly have hereunto set our hands and seals this 6 day of Feb., 1995.


JOHN D. LEVITAN


NICHOLAS BROOKS

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STATE OF FLORIDA
COUNTY OF BROWARD


SS:

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 JOHN D. LEVITAN and NICHOLAS

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BROOKS, to me known to be the persons who subscribed to the forgoing Articles of Incorporation, and they acknowledged to me that they did subscribe hereto for the uses and purposes therein mentioned and set forth.

WITNESS my hand and official seal in the State and County above set forth this 6 day of Feb, 1995.


NOTARY PUBLIC, State of Florida

My commission expires:



PAULINE A. O'DONNELL
My Comm Exp. 3-28-98
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