

P9500031427

LAW OFFICE
Stephen M. Goldstein
27 WEST AVENUE
NEW YORK, NY 10025
(212) 632-2025

April 17, 1995

Secretary of State of Florida
Division of Corporations
PO Box 6327
Tallahassee, Florida 32314

700001459467
-04/18/95--01106--002
****122.50 ****122.50

Re: Sarasota Entertainment, Inc.

Dear Sirs/Madams:

Enclosed for filing on behalf of Sarasota Entertainment, Inc. (the "Corporation") please find (i) the Articles of Incorporation of the Corporation, (ii) Designation and Acceptance of Registered Agent, and (iii) a check in the amount of \$122.50, representing the cost of filing the Articles of Incorporation and the Designation and Acceptance, and the cost for obtaining a certified copy of the Articles of Incorporation.

Please send the certified copy of the Articles of Incorporation, or address any questions, to the undersigned at the above address.

Thank you for your attention to this matter

Very truly yours,

Stephen M. Goldstein
Stephen M. Goldstein

SECRET
DIVISION OF CORPORATIONS
05 APR 19 PM 1:24

LC 4/21

ARTICLES OF INCORPORATION
OF
SARASOTA ENTERTAINMENT, INC.

I, the undersigned incorporator, hereby make, acknowledge and file these Articles of Incorporation for the purpose of forming a corporation under the laws of the State of Florida.

ARTICLE I

NAME

The name and principal address of this Corporation shall be Sarasota Entertainment, Inc., 3906 Bay Shore Road, Sarasota, Florida 34234.

ARTICLE II

NATURE OF BUSINESS

The general purpose for which this Corporation is organized is to transact any or all lawful business for which corporations may be incorporated under Chapter 607, Florida Statutes.

ARTICLE III

AUTHORIZED SHARES

The Corporation shall be authorized to create and issue Ten Thousand (10,000) shares of Common Stock having a par value of One Cent (\$.01) per share.

ARTICLE IV

TERM OF EXISTENCE

The term of this Corporation shall commence with the filing of these Articles of Incorporation. The Corporation shall exist perpetually unless dissolved according to law.

ARTICLE V

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation in the state of Florida shall be 3906 Bay Shore Road, Sarasota, Florida 34234. The name of the initial registered agent of this Corporation at that address shall be Julia Mair.

ARTICLE VI

BOARD OF DIRECTORS

The powers of the Corporation shall be exercised by or under the authority of, and the business and affairs of the Corporation shall be managed under the direction of, a Board of Directors, which shall have two members initially. The number of directors may be increased or decreased by the shareholders from time to time as provided in the Bylaws of the Corporation.

ARTICLE VII

DIRECTORS-NAMES AND STREET ADDRESSES

The names and street addresses of the members of the first Board of Directors who shall hold office until their successors have been duly elected or appointed and have qualified are as follows:

<u>Name</u>	<u>Street Address</u>
Beth Fraikorn	220 East 67th Street New York, New York 10021
Julia Mair	3906 Bay Shore Road Sarasota, Florida 34234

ARTICLE VIII

INCORPORATOR

The name and street address of the incorporator signing these Articles of Incorporation is as follows:

<u>Name</u>	<u>Street Address</u>
Stephen Goldstein	677 West End Avenue New York, New York 10025

IN WITNESS WHEREOF, the undersigned incorporator has made and subscribed these Articles of Incorporation this 14th day of April, 1995.



Stephen Goldstein, Incorporator

DESIGNATION AND ACCEPTANCE

OF

REGISTERED AGENT

In pursuance of Section 48.091 and Chapter 607, Florida Statutes, Sarasota Entertainment, Inc., having filed its Articles of Incorporation contemporaneously herewith, with its registered office as indicated herein at 3906 Bay Shore Road, Sarasota, Florida, has named Julia Mair located thereat as its registered agent to accept service of process within this state.

By: Stephen Goldstein
Stephen Goldstein, Incorporator

Having been named as registered agent to accept service of process for the above-stated corporation, at the location designated herein, I hereby accept the appointment to act in this capacity, and agree to comply with the laws of Florida applicable thereto.

By: Julia Mair
Julia Mair, Registered Agent