

TELEPHONE (407) 659-1719

May 4, 1995

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Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

RE: PAN AMERICA ENTERTAINMENT, INC.

Dear Sirs,

Enclosed please find the following documents necessary for the filing of the above mentioned corporation:

- 1. Original + one copy of the Articles of Incorporation of PAN AMERICA ENTERTAINMENT, INC.
- 2. Check in the amount of \$122.50 for filing costs.

If you have any questions, please do not hesitate to contact me.

Sincerely,

Michael A. Blank, Esq.

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MAB:jsw Encl.

Articles of Incorporation

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Plan America Entertainment, Inc.

The undersigned, acting as an incorporator of a corporation under the Florida Business Corporation Act, adopts the following Articles of Incorporation:

- 1. The name of the corporation is PAN AMERICA ENTERTAINMENT, INC. ("Corporation").
- 2. The mailing address and principal office address of the corporation is 44 Cocoanut Row, Palm Beach, Florida 33480.
 - 3. The period of its duration is perpetual, unless sooner dissolved.
- 4. The date and time of the commencement of the corporate existence shall be the time of filing of Articles of Incorporation by the Department of State.
- 5. The general purpose or purposes for which the Corporation is organized are to engage in the transaction of any or all lawful business for which corporations may be incorporated under the provisions of the Florida Business Corporation.
- 6. The aggregate number of shares which the Corporation shall have authority to issue is One Hundred (100) shares, par value One Dollar (\$1.00) per share. All such shares are of one class, and are designated as common shares.
- 7. The street address of the initial registered office of the Corporation is 44 Cocoanut Row, Palm Beach, Florida 33480, and the name of its initial registered agent at such address is Michael A. Blank.
- 8. The affairs and business of the Corporation are to be conducted (a) by a Board of Directors of such number as the shareholders may select at each annual meeting of shareholders; (b) by a President, who shall be elected by the Board of Directors at such time and in such manner as the Board of Directors may select; and (c) by such other officers, assistant officers and agents as the Board of Directors may authorize the President of the Corporation to appoint.

The first Board of Directors consisting of two directors, who shall served this first annual meeting of shareholders or until their successors are elected and qualify, is as follows:

Michael A. Blank 44 Cocoanut Row Palm Beach, Florida 33480

Geoffrey Wight 44 Cocoanut Row Palm Beach, Florida 33480

9. The name and address of the incorporator is:

Michael A. Blank 44 Cocoanut Row Palm Beach, Florida 33480

Dated May 4, 1995, at Palm Beach, Florida.

Michael A. Blank

The foregoing instrument was acknowledged before me May 4, 1995, by Michael A. Blank who is personally known to me.

JUDITH 8. WINGHT

MY COMMISSION F CC 208294 EXPIRES
June 15, 1996
BOHOED THRU TROY FAIN HISURANCE, INC.

Michael A. Blank, having been designated to act as Registered Agent, hereby agrees to act in this capacity.

Michael A. Blank

PLEASE READ ALL INSTRUCTIONS BEFORE COMPLETING THIS FORM.									
APPLICATION JEWS FLORIDA DEPARTMENT						ATE			
FOR (Sandra B. Mortham Socretary of State			FILED			
REINSTATEMENT				DIVIDION OF CORPORATIONS		96 DEC 27 AH 81 52			
DOCUMENT # 8950000 364					(4)		96 DEC 27	THE CTATE	
Pan America Entertainment, Inc.						SECRETARY OF STATE TALLAHASSEE PLORIDA			
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Key Biscayne, FL 33/19						REINSTATEMENT 9600			
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loase :	he Division of Corpor	ations from any liabi	ity of non-compi	iance with Section 1 i	e this application as	provided for in cl	pagier 607 or 617 F.S. L	7(3)(k), Florida Statutos, I re- exempt from public access, I further certify that when filing r 617,0401, F.S., and that all	
this rea	ristatement application wed by the corporation in t	in the reason for dis in have been paid.	solution has bee The information i	n eliminated, the cor indicated on this appl	porate name satisfication is true and	es the requirement accurate, and my	nts of section 607.0401 o signature shall have the	r 617.0401, F.S., and that all same legal effect as if made	
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SIGNATURE: SIGNATURE: Date Geoffrey P. Wight 12/12/96 36/36 8522									
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