

1201 HAYS STREET
TALLAHASSEE, FL 32301
904-222-9171
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P950000061946

ACCOUNT NO. : 0721000000032

REFERENCE : 656829 102764A

AUTHORIZATION : *Patricia Pyzik*

COST LIMIT : \$ 70.00

ORDER DATE : August 9, 1995

ORDER TIME : 11:53 AM

ORDER NO. : 656829

GOOD FOR 155.77410

CUSTOMER NO: 102764A

CUSTOMER: Mr. Steven J. Ziman
MR. STEVEN J. ZIMAN

244 Madison Avenue, Suite 132

New York, NY 10016

DOMESTIC FILING

NAME: RISING STAR CALENDAR COMPANY
INC.

XXX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XXX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Sebrene Randolph

EXAMINER'S INITIALS: _____

AUG 10 1995

BSB

FILED
95 AUG 10 PM 3:18
CLERK OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
RISING STAR CALENDAR COMPANY INC.

FILED
95 AUG 10 PM 3:18
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator hereby forms a corporation under Chapter 607 of the laws of the State of Florida.

ARTICLE I. NAME

The name of the corporation shall be:

RISING STAR CALENDAR COMPANY INC.

The address of the principal office of this corporation shall be 777 South State Road 7, Margate, Florida 33068, and the mailing address of the corporation shall be the same.

ARTICLE II. NATURE OF BUSINESS

This corporation may engage or transact in 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 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 no par value per share.

ARTICLE IV. REGISTERED AGENT

The street address of the initial registered office of the corporation shall be 1201 Hays Street, Tallahassee, Florida 32301, and the name of the initial registered agent of the corporation at that address is Corporation Service Company.

ARTICLE V. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE VI. DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have one Director, initially. The names and addresses of the initial members of the Board of Directors are:

Steven J. Ziman
Dir.

777 South State Road 7
Margate, Florida 33068

ARTICLE VII. INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation:

Corporate Agents, Inc.
1201 Hays Street
Tallahassee, Florida 32301

The undersigned incorporator has executed these Articles of Incorporation on August 10, 1995.

[Signature]
Incorporator
Its Agent, Gail Shelby

ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF INCORPORATION

Corporation Service Company, a Delaware corporation authorized to transact business in this State, having a business office identical with the registered office of the corporation named above, and having been designated as the Registered Agent in the above and foregoing Articles, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

By: *[Signature]*
Its Agent, Gail Shelby

Authorized Service Representative
Corporation Service Company

DBC/sbr

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Dir.

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Margate, Florida 33068

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Tallahassee, Florida 32301

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David Ducey
Incorporator
Its Agent, Gail Shelby

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By: *Gail Shelby*
Its Agent, Gail Shelby

Authorized Service Representative
Corporation Service Company

DBC/sbr