

1201 HAYS STREET
TALLAHASSEE, FL 32301
904 222-0111
904 222-0191

800 342-8086



ACCOUNT NO. : 00000000000000000000

REFERENCE : 658020 119622A

AUTHORIZATION :

COST LIMIT : 0 70.00

Patricia P. Pitt

ORDER DATE : August 11, 1995

ORDER TIME : 3:12 PM

ORDER NO. : 658020

CUSTOMER NO: 119622A

800001558988

CUSTOMER: Gary D. Fields, Esq
GARY D. FIELDS, ESQ

Suite 700
4400 P.g.a. Boulevard
Palm Bch Garden, FL 33410

DOMESTIC FILING

NAME: PALM BEACH PRODUCTIONS, INC.

FILED
95 AUG 14 AM 10:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

XX ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY
XX PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Jeanine Preneau

EXAMINER'S INITIALS: T. BROWN AUG 14 1995

ARTICLES OF INCORPORATION
OF
PALM BEACH PRODUCTIONS, INC.

FILED
95 AUG 14 AM 10:45
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:

PALM BEACH PRODUCTIONS, INC.

The address of the principal office of this corporation shall be 129 Coventry Place, Palm Beach Gardens, Florida 33418, 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 \$1.00 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. OFFICERS AND DIRECTORS

This corporation shall have one officer and one director, initially. The name and street address of the initial officer and director who shall hold office for the first year of the corporation, or until his successor is elected or appointed is:

Frank Sugrue
Dir./Pres.

129 Coventry Place
Palm Beach Gardens, Florida 33418

ARTICLE VII. INCORPORATOR

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

Corporation Service Company
1201 Hays Street
Tallahassee, Florida 32301

IN WITNESS WHEREOF, the undersigned agent of
Corporation Service Company, has hereunto set their hand
and seal of Corporation Service Company, on August 11, 1995.

CORPORATION SERVICE COMPANY

By: *Gail Shelby*
Its Agent, Gail Shelby

ACCEPTANCE OF REGISTERED AGENT DESIGNATED
IN ARTICLES OF INCORPORATION

Corporation Service Company, a Florida corporation
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.

CORPORATION SERVICE COMPANY

By: *Gail Shelby*
Its Agent, Gail Shelby

GLS/mjp

LAW OFFICE
GARY D. FIELDS

(407) 625-1200

ADMIRALTY TOWER - SUITE 700
4400 PGA BOULEVARD
PALM BEACH GARDENS, FL 33410
FACSIMILE (407) 624-3709

P95 000062398

August 15, 1995

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

400001564924
-08/21/95--01042--005
*****35.00 *****35.00

Re: Palm Beach Productions, Inc. - Charter No. P95000062398 - Filed 8/14/95

Dear Sir or Madam:

Enclosed please find a Statement of Change of Registered Office and Registered Agent, along with our check for the filing fee of Thirty-five Dollars (\$35.00).

Please file the Statement and update your records accordingly.

Thank you for your courtesy and cooperation in this regard.

Sincerely,


Gary D. Fields

GDF:hs
Enclosures

SH 8/22
Change of RA

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 AUG 18 AM 10:44

Florida Department of State, Jim Smith, Secretary of State

**STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED
AGENT OR BOTH FOR CORPORATIONS**

Pursuant to the provisions of sections 607.0502, 617.0502, 607.1508, or 617.1508,
Florida Statutes, the undersigned corporation organized under the laws of the State of
FLORIDA submits the following statement in order to change its registered office
or registered agent, or both, in the State of Florida.

1a. The name of the corporation is: PALM BEACH PRODUCTIONS INC.

1b. Date of incorporation 8/14/95 Document number P95000062398

2. The name and address of the current registered agent and office:

Corporation Service Company

1201 Hays Street, Tallahassee, FL 32301

3. The name and address of the new registered agent and office:
(P.O. Box Not Acceptable)

GARY D. FIELDS

SUITE 700, 4400 PGA BLVD., PALM BEACH GARDENS, FL 33410

The street address of its registered agent and the street address of the business office
of its registered agent as changed will be identical.

Such change was authorized by resolution duly adopted by its board of directors or by
an officer so authorized by the board.

SIGNATURE

DATE

FRANK SUGRUE
Typed or printed name and title

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF
PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED
IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED
AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY
WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COM-
PLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT
THE OBLIGATION OF MY POSITION AS REGISTERED AGENT.

SIGNATURE

DATE

(Registered Agent)

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