

1201 HAYS STREET
TALLAHASSEE, FL 32301
904-222-9111
904-222-9112 FAX

800-342-8086

19600007184



ACCOUNT NO. # 0721000000032

REFERENCE # 045789 4303929

AUTHORIZATION # *Patricia Pizzato*

COST LIMIT # \$ 132.50

ORDER DATE # January 23, 1996

ORDER TIME # 9:55 AM

500001695705

ORDER NO. # 015789

CUSTOMER NO: 4303929

CUSTOMER: Elizabeth Galvin, Legal Asst
GREENBERG TRAUERIG HOFFMAN
LIPOFF ROSEN & QUENTEL, P. A.
22nd Floor
1221 Brickell Avenue
Miami, FL 33131-3230

RECEIVED
96 JAN 23 AM 11:23
DIVISION OF CORPORATION

DOMESTIC FILING

NAME: GREENBERG BECKER ENTERTAINMENT CORP.

ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Donna Kendrick

EXAMINER'S INITIALS: _____

FILED
96 JAN 23 AM 8:21
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

T. BROWN JAN 24 1996

GREENBERG
VIENNA VIENNA VIENNA
TRAURIG

Leonard J. Adler	Laura A. Dougherty	Kenneth C. Hoffman	Alfred J. Melfatto	A. Jeffrey Robinson	Gary Weinfeld
Fernando C. Alonso	Candace R. Duff	Larry J. Hoffmann	Samantha D. Malloy	Kenneth H. Robinson	Jeffrey Weithorn
Conar L. Alvares	William R. Eck	Kenneth A. Horky	Fernando Margolis	Haruel A. Rodriguez	David E. Wells
Liliane Armas	Arthur J. England, Jr.	John Harrison Hough	Ines Marrero-Frigones	Alan H. Rublick	Bradford D. West
Daniel H. Aronson	Gary M. Epstein	Andrew Hulsh	Enrique J. Martin	Marcia S. Rosen	Howard W. Whitaker
David C. Ashburn	Andrea F. Fisher	John D. Hutton	Pedro A. Martin	Richard A. Rosenbaum	Kelly White
Charles M. Auslander	Jorge L. Fireland	Lisa Iglesias	Roberto Martinez	Elio D. Rosenberg	William S. Wilson
James L. Barclava	Jeffrey H. Fried	Keith A. James	Pedro J. Martinez-Fraga	Ronald M. Rosenzweig	Jerrild A. Wish
Fred W. Daggatt	Robin E. Frydman	Martha Kalle	Joel D. Massey	David L. Ross	Timothy D. Wolfe
Korri L. Darrh	Robert C. Gang	Steven M. Kataman	Joan J. Mayol, Jr.	Stephen D. Sanford	Linda G. Winton
Illaria Diaz	Richard G. Garrett	David S. Keulin	Crul T. McClung	Gary A. Saul	Arthur C. Young
V. Dawn Delphoy	Brian K. Gart	Holly W. Kimmel	Robert H. McDonald	Elliot H. Schreiber	Julio A. Zahabur
Norman J. Henford	David J. George	Shepard King	Teresa J. Munro	Mark P. Schnapp	Robert A. Zinn
Dale S. Hargman	Jeffrey Gilbert	Steven J. Kravitz	Janice W. Newman	Gifford A. Schulman	
Paul Berkowitz	Laurie L. Giblan	Alan S. Kriecher	Mauri B. Olicker	Bandy J. Shaw	
Bridget Berry	Bruce H. Gilman-Klein	J. D. Young Kuersteiner	Rebecca R. Grand	Paul A. Shkolowitz	
Mark E. Bidsau	Richard J. Glusto	Christopher L. Kurzer	Debbie M. Orshofsky	Brian J. Shurr	Of Counsel
Lawrence Jon Bolly	Lawrence Goldofsky	Ronald C. LaFace	Aileen Ortega	Lawrence Silverman	Arnold J. Hoffman
Mark D. Bloom	Joel K. Goldman	Gustavo J. Lamelas	A. Frieman Pardo	Marlene K. Silverman	Patricia Monendez Cambo
Roginold L. Bouthillier, Jr.	Steven E. Goldman	Steven A. Landy	Steven J. Pardo	Holly R. Skolnick	Amber H. Moss, Jr.
Howard Brogman	Gleam E. Goldstein	Steven D. Lapidus	Rose Parsh-Hamur	Debra Mander Smith	Patrick T. O'Brien
Francis B. Brogan, Jr.	Joseph G. Goldstein	Linda E. Latta	Michael G. Park	Lori A. Sochin	Allan Salovin
Burt Bruton	Steven S. Goodman	Nancy B. Lash	Marshall R. Pasternack	Charles E. Silver, Jr.	Paul E. Shapiro
Gabriel Bulgac	Matthew B. Gordon	Moche M. Lehrfeld	Sylvia S. Penneya	Joel L. Stocker	H. Allan Shorn
Bernard Hurstein	Dianne Greenberg	James P. S. Leshaw	Sheldon S. Polish	Douglas R. Thornburg	Marc M. Watson
David R. Chasn	Robert L. Grossman	Marc S. Levin	Roberto R. Popo	Robert H. Taurig	Julie A.S. Williamson
Michael J. Cherniga	Barbara A. Hall	Oscar Levin	Albert D. Quentel	Peter L. Tavis	
Ary Choueke	Paige A. Harper	Michael P. Levinson	David E. Reed	Merrill A. Ulmer	
Sue M. Cobb	Fred E. Harris, Jr.	Norman H. Lipoff	G. Ryan Reetz	Brian J. Walsh	
C. Deryl Couch	Steven M. Hoffman	Carlos E. Loumet	Harry Scott Richard	Keith Wasserstrom	
Miguel A. De Grandy	Jeffrey A. Hirsch	Juan P. Louniet	Douglas J. Billstone	Fern S. Watts	
Alan T. Dimond		Bruce E. Macdonough	Andrés Rivera	Elise D. Weakley	

Elizabeth C. Galvin, L.A.
 305-789-5449

January 22, 1996

Florida Division of Corporations
DOMESTIC CHARTER SECTION
 P. O. Box 6327
 Tallahassee, FL 32314

RE: GREENBERG BECKER ENTERTAINMENT CORP.

Enclosed herewith are three duly executed originals of **ARTICLES OF INCORPORATION** for the captioned corporation. Also enclosed is a check in the amount of \$ 122.50 to cover the cost of the filing and one certified copy. Please stamp the third copy and return all to me.

Should anything further be required, please do not hesitate to contact me. Thank you for your assistance.

Very truly yours,



8/15/78

**ARTICLES OF INCORPORATION
OF
GREENBERG BECKER ENTERTAINMENT CORP.**

**FILED
96 JAN 23 AM 8:21
SECRETARY OF STATE
TALLAHASSEE, FLORIDA**

ARTICLE I

The name of the corporation is **GREENBERG BECKER ENTERTAINMENT CORP.**, (hereinafter called the "Corporation").

ARTICLE II

The address of the principal office and the mailing address of the Corporation is 1541 Brickell Avenue - #1401 - Miami, FL 33129.

ARTICLE III

The capital stock that this Corporation shall have authority to issue is One Thousand (1,000) shares of Common Stock having a par value of \$0.01 per share.

ARTICLE IV

The Corporation shall hold a special meeting of shareholders only:

- (1) On call of the Board of Directors or persons authorized to do so by the Corporation's Bylaws; or
- (2) If the holders of not less than 50 percent of the persons entitled to vote on any issue proposed to be considered at the proposed special meeting sign, date, and deliver to the Corporation's secretary one or more written demands for the meeting describing the purpose or purposes for which it is to be held.

ARTICLE V

The street address of the Corporation's initial registered office is 1201 Hays Street, City of Tallahassee, County of Leon, State of Florida 32301, and the name of its initial registered agent at such office is **CORPORATION SERVICE COMPANY.**

ARTICLE VI

The Board of Directors of the Corporation shall consist of at least one director, with the exact number to be fixed from time to time in the manner provided in the Corporation's Bylaws.

ARTICLE VII

The name of the Incorporator is Dianne Greenberg and the address of the Incorporator is 1221 Brickell Avenue, Miami, Florida 33131.

ARTICLE VIII

This Corporation shall indemnify and shall advance expenses on behalf of its officers and directors to the fullest extent not prohibited by law in existence either now or hereafter.

IN WITNESS WHEREOF, the undersigned, being the Incorporator named above, for the purpose of forming a corporation pursuant to the Florida Business Corporation Act of the State of Florida has signed these Articles of Incorporation this 23rd day of January, 1996.

Dianne Greenberg
DIANNE GREENBERG - Incorporator

ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT

The undersigned, having been named the Registered Agent of GREENBERG BECKER ENTERTAINMENT CORP., hereby accepts such designation and is familiar with, and accepts, the obligations of such position, as provided in Florida Statutes §607.0505.

CORPORATION SERVICE COMPANY, Registered Agent

BY: *Patricia G. Pizzuto*
PATRICIA G. PIZZUTO, as Agent for Registered Agent

Dated: January 23, 1996.

P96000007184

1201 Main Street
TALLAHASSEE, FL 32301
904-222-9100



96 MAR 15 11:09:45
CIVIL SERVICE CENTER

ACCOUNT NO. : 072100000032
REFERENCE : 883040 4303929
AUTHORIZATION : *Patricia Pizato*
COST LIMIT : \$ 87.50

ORDER DATE : March 15, 1996
ORDER TIME : 9:28 AM
ORDER NO. : 883040
CUSTOMER NO: 4303929

0000017448910

CUSTOMER: Elizabeth Galvin, Legal Asst
Greenberg Traurig Hoffman
22nd Floor
1221 Brickell Avenue
Miami, FL 33131-3238

DOMESTIC FILINGS

NAME: GREENBERG BECKER ENTERTAINMENT CORP.

FILED
96 MAR 15 PM 2:18
TALLAHASSEE, FLORIDA

XX ARTICLES OF DISSOLUTION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

- XX CERTIFIED COPY
- PLAIN STAMPED COPY
- CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Donna Kendrick

EXAMINER'S INITIALS: _____

VOID
RE
3/15

GREENBERG
ATTORNEYS AT LAW
TRAURIG

Leonard J. Adler
Fernanda C. Alonso
Cesar L. Alvarez
Liliana Armas
Dandel B. Aronson
David C. Ashburn
Charles M. Auslander
James L. Bacchus
Fred W. Baggett
Kerri L. Barsh
Illarie Bass
V. Dawn Beightley
Norman J. Benford
Dale S. Bergman
Paul Berkowitz
Bridget Berry
Mark E. Birkman
Lawrence Jon Bloby
Mark H. Bloom
Reginald L. Boothillier, Jr.
Howard Bergman
Francis B. Bragan, Jr.
Burt Bruton
Gabriel Bulgac
Bernardo Burstein
David B. Chase
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Glenn E. Goldstein
Joseph G. Goldstein
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Dianne Greenberg
Robert L. Grossman
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Steven M. Hellman
Alberto M. Hernandez
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Nancy B. Lash
Masha M. Leibel
James P. S. Lechow
Marc S. Levin
Oscar Levin
Michael P. Levinson
Norman H. Lipoff
Carlos E. Lounlet
Juan P. Loumlot
Bruce E. McDonough

Alfred J. Mafelato
Samantha D. Malloy
Fernando Murgueta
Ines Munoz-Prileguas
Enrique J. Murillo
Pedro A. Murillo
Roberto Martinez
Pedro J. Martinez-Fraga
Joel D. Maser
Juan J. Mayol, Jr.
Craig T. McLaugh
Robert R. McDonald
Teresa J. Moore
Janice W. Newman
Mauri R. Oberker
Rebecca R. Grand
Debbie M. Oshelsky
Alison Ortega
A. Erlsner Pardo
Steven J. Pardo
Rose Parish-Ramon
Michael G. Park
Marshall R. Pasternack
Sylvia S. Penneys
Sheldon S. Polish
Roberto R. Pupo
Albert D. Quentel
Dandel E. Reed
C. Lynn Reetz
Barry Scott Richard
Douglas J. Ribstone
Andrés Rivera

A. Jeffrey Robinson
Kenneth B. Robinson
Raquef A. Rodriguez
Alan H. Rohlfek
Marvin S. Rosen
Richard A. Rosenbaum
Eric D. Rosenberg
Donald M. Rosenzweig
David L. Ross
Stephen D. Sanford
Gary A. Saul
Elliot H. Schocker
Mark E. Schnapp
Clifford A. Schulman
Randy J. Shaw
Paul A. Shelowitz
Brian J. Shorr
Lawrence Silverman
Marlene K. Silverman
Holly H. Skolnick
Denise Mender Smith
Lari A. Suchin
Charles E. Silver, Jr.
Joel L. Stocker
Douglas R. Thornburg
Robert H. Traurig
Peter L. Tuntz
Merrill A. Ulmer
Brian J. Walsh
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Bradford H. West
Howard W. Whitaker
Kelly White
William S. Wilson
Jerrold A. Wish
Timothy D. Wolfe
Linda G. Worton
Arthur C. Young
Julie A. Zahuber
Robert A. Zinn

Of Counsel

Arnold J. Hoffman
Patricia Menendez Camba
Amber H. Moss, Jr.
Patrick T. O'Brien
Allan Salovin
Paul E. Shapiro
H. Allan Shore
Mare M. Watson
Julie A.S. Williamson

Melvin N. Greenberg
(1928-1994)

Elizabeth C. Galvin, L.A.
305-789-9449

March 14, 1996

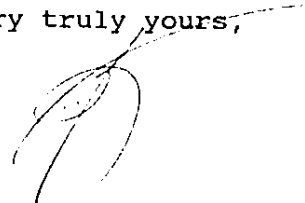
Florida Division of Corporations
AMENDMENTS & MERGERS SECTION
P. O. Box 6327
Tallahassee, Florida 32314

RE: GREENBERG BECKER ENTERTAINMENT CORP.

Enclosed are three duly executed originals of **ARTICLES OF DISSOLUTION** for the captioned corporation. Also enclosed, is a check in the amount of \$ 87.50 to cover the cost of the filing and one certified copy.

Thank you for your assistance.

Very truly yours,



**ARTICLES OF DISSOLUTION
OF**

GREENBERG BECKER ENTERTAINMENT CORP.

FILED
96 MAR 15 PM 2:18
TALLAHASSEE, FLORIDA

Pursuant to the provisions of §607.1401 of the Florida General Corporation Act, GREENBERG BECKER ENTERTAINMENT CORP., a Florida corporation (the "Corporation") hereby adopts the following Articles of Dissolution and certifies the following information for the purposes of dissolving the Corporation:

1. The name of the Corporation filing these Articles of Dissolution is:
GREENBERG BECKER ENTERTAINMENT CORP. - Document #F96000007184,
2. The date of filing of its Articles of Incorporation with the Florida Secretary of State was January 23, 1996.
3. The Corporation elected to dissolve by all of the Directors effective as of **March 1, 1996** prior to the issuance of any shares, shareholder approval not being required.
4. No debt of the Corporation remains unpaid.
5. The net assets of the Corporation remaining after winding up have been distributed to the shareholders, if shares were issued.

IN WITNESS WHEREOF, the undersigned Corporation has hereunto executed these Articles of Dissolution by and through the undersigned officer, thereunto duly authorized to do so this the 11th day of March, 1996.

**GREENBERG BECKER ENTERTAINMENT
CORP.**, a Florida corporation

BY:


DIANNE GREENBERG, President