1201 HAYS STREET 800-342-8086 TALLAHASSEE, FL 32301 904-222-9171

REFERENCE :

813530

7101846

AUTHORIZATION :

Patricia. Pyrit

COST LIMIT: \$ 70.00

ORDER DATE: January 19, 1996

ORDER TIME : 8:25 AM

ORDER NO. : 813530

CUSTOMER NO: 7101846

500001690955

CUSTOMER: Nr. Todd Berman MR. TODD BERMAN

9420 Lamy Lane

Suite D7

Tampa, FL 33614

DOMESTIC FILING

NAME: SUNBAY ENTERTAINMENT INC.

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: Debbie Skipper

EXAMINER'S INITIALS:

T. BROWN JAN 2 9 1996

FILED

96 JAN 29 AM III: 30

SECRETARY CH STATE
IALLAMASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

#### SUNBAY ENTERTAINMENT INC.

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:

#### SUNBAY ENTERTAINMENT INC.

The address of the principal office of this corporation shall be 9420 Lazy Lane, Suite D7, Tampa, Florida 33614, 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 1,500 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 9420 Lazy Lane, Suite D7, Tampa Florida 33614, and the name of the initial registered agent of the corporation at that address is Todd Berman.

## 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 name and address of the initial member of the Board of Directors are:

Lane A. Katz

Post Office Box 1034 Manchester, Vermont 05254-1034

## ARTICLE VII. INCORPORATOR

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

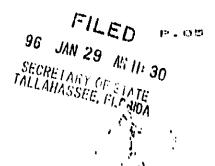
Corporate Agents, Inc. 1201 Hays Street Tallahassee, Florida 32301

The undersigned incorporator has executed these Articles of Incorporation on January 29, 1996.

Incorporator Its Agent, Gail Shelby

RLL/dks

建构材单工设计设计 医铁工 工物工品器 隐隐障碍



# ACCEPTANCE OF REGISTERED AGENT DESIGNATED IN THE ARTICLES OF 1 PROBATION

. TODD BERMAN, an individual residing in this state, having a business office identical with the registered office of the corporation named below, and having been designated as the Registered Agent in the above and foregoing Articles of Incorporation of:

SUNBAY ENTERTAINMENT

familiar with and accepts the obligations of the position of Registered Agent under Section £07.0505, Plorida Statutes.

By: Sod ( Su

TYPED NAME: TODD BERMAN